



**TRIMURTHI**  
—  
**GROUP**

**TRIMURTHI LIMITED**

(Formerly known as Trimurthi Drugs & Pharmaceuticals Limited)

**23<sup>rd</sup> Annual Report  
2016 - 2017**



TRIMURTHI  
GROUP



**TRIMURTHI LIMITED**

CIN: (L67120TG1994PLC018956) (Formerly known as Trimurthi Drugs & Pharmaceuticals Limited)



**Funstar**



Funstar Cacao Puffs  
Rice Bran Oil

Funstar Cacao Puffs  
Rice Bran Oil

Funstar Cacao Puffs  
Rice Bran Oil



# TRIMURTHI LIMITED

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GROUP

CIN: (L67120TG1994PLC018956) (Formerly known as Trimurthi Drugs & Pharmaceuticals Limited)

## BOARD OF DIRECTORS

: **SHRI ARUN KUMAR BHANGADIA**  
Managing Director  
**SHRI ARVIND KUMAR BHANGADIA**  
Non - Executive Promoter Director  
**SHRI RAMSWAROOP AGRAWAL (up to 05-11-2016)**  
Independent Director  
**SHRI NATWARLAL MODANI (w.e.f 13-02-2017)**  
Independent Director  
**SMT. SARAPU SOWJANYA**  
Independent Director-Women Director  
**SHRI SAGAR RAJENDRA KARWA**  
Independent Director

## COMPANY SECRETARY

: **CS JYOTHI RAMESH KAKANI**

## REGISTERED OFFICE

: 4-4-231/1/2/ABC, Inderbagh,  
Sultan Bazar, Hyderabad - 500 095.  
Phone No. (040) 24757370  
Email: [info@trimurthidrugs.com](mailto:info@trimurthidrugs.com)

## AUDITORS

: **M/s. K. VENKATESWARA RAO & ASSOCIATES**  
*Chartered Accountants*  
H No. 3-5-907/2, Flat No. 402,  
Mahavir Lok, Himayat Nagar,  
Hyderabad - 500 029.

## AUDIT COMMITTEE

: 1. Shri Ramswaroop Agarwal (up to 05-11-2016)  
2. Shri Arun Kumar Bhangadia  
3. Shri Natwarlal Modani (w.e.f. 13-02-2017)  
4. Smt. Sarapu Sowjanya

## NOMINATION & REMUNERATION COMMITTEE

: 1. Sarapu Sowjanya  
2. Shri Ramswaroop Agarwal (up to 05-11-2016)  
3. Shri Arun Kumar Bhangadia  
4. Shri Sagar Rajendra Karwa

## STAKE HOLDING RELATIONSHIP COMMITTEE

: 1. Shri Ramswaroop Agarwal (up to 05-11-2016)  
2. Shri Natwarlal Modani (w.e.f. 13-02-2017)  
3. Shri Arvind Kumar Bhangadia  
4. Smt. Sarapu Sowjanya

## BANKERS

: **HDFC BANK, Hyderabad**

## REGISTRAR & SHARE TRANSFER AGENT

: **VENTURE CAPITAL & CORPORATE INVESTMENTS PRIVATE LIMITED**  
12-10-167, Bharat Nagar,  
Hyderabad - 500 018  
Ph.No: (040) 23818475/23818476

## STOCK EXCHANGE (Listed/Traded)

: B.S.E Limited

## DEMAT ISIN CDSL & NSDL

: INE314I01036

## WEBSITE

: [www.trimurthidrugs.com](http://www.trimurthidrugs.com)

## INVESTOR EMAIL ID

: [info@trimurthidrugs.com](mailto:info@trimurthidrugs.com)

## CORPORATE IDENTITY NUMBER

: L67120TG1994PLC018956



**TRIMURTHI LIMITED**

CIN: (L67120TG1994PLC018956) (Formerly known as Trimurthi Drugs & Pharmaceuticals Limited)

**TRIMURTHI  
GROUP**

- ALL MEDICINES AT WHOLESALE PRICE
- DOOR DELIVERY AND COURIER FACILITY AVAILABLE
- ALL TYPES OF CREDIT & DEBIT CARDS ACCEPTED
- DISCOUNT UPTO 50% ON MRP ON GENERIC MEDICINES

CALL OR WHATSAPP ON



**8885032220**



**TRIMURTHI247@GMAIL.COM**

**TRIMURTHI PHARMACEUTICALS (INDIA) PVT. LTD.**

103, 134C, HINGEY, A, 118/29/144B, CHENNAI-600031. MOBILE: 91 94430 633600

WWW.TRIMURTHI-DRUGS.COM WEBSITE: WWW.TRIMURTHI247.COM

www.TRIMURTHI247.COM

## NOTICE

Notice is hereby given that the 23rd Annual General Meeting of the Members of the Company will be held on 11th Septmber ,2017 at RGA Sankat Hall Abids At 10.00 AM, to transact the following Business :

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial statements) of the company for the year ended 31st March, 2017 including the Audited Balance Sheet as at 31st March, 2017 and the statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To Appoint Mr. Arvind Kumar Bhangadia, Promoter Non-Executive Director (DIN: 00015838) who retires by rotation and being eligible, offers himself for reappointment.
3. To Appoint M/s. P. Murali & Co, Chartered Accountants, Hyderabad as Statutory Auditors of the Company and authorize board of directors to fix the remuneration.

“Resolved that pursuant to the provisions of section 139 and all other applicable provisions, of the companies act 2013 read with rule 3(7) of the companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force), the appointment of M/s., P. Murali & Co, Chartered Accountants as auditors of the company for a term of 5 years i.e..... till the conclusion of 28th Annual General Meeting (AGM) to be held in 2022 subject to ratification at every AGM, on such remuneration as may be determined by the Board of Directors.”

### **SPECIAL BUSINESS:**

4. To Consider, and if thought fit, to pass with or without modification(s), the following, resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 149, 152 of the Companies Act, 2013 and rules made there under, Mr. Natwarlal Ramgopal Modani (DIN 07480150), who was appointed ‘Additional Director-Independent’ on the Board of the Company on 13-02-2017 in terms of Section 161 (1) of the Companies Act, 2013 (“the Act”) read with Articles of Association of the Company, and whose term of office expires at the ensuing Annual General Meeting of the Company, and in respect of whom the company has received a notice in writing from a member under section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Natwarlal Ramgopal Modani (DIN:07480150) as a candidate for the office of a director of the Companies Act, 2013, be and is hereby appointed as Independent Director for a term up to 12th February, 2022.”

## NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

2. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 05-09-2017 to 11-09-2017.
4. Members who wish to claim dividends, which have remained unclaimed, are requested to correspond with the Company's Registrar and Share Transfer agent, Venture Capital and Corporate Investments Private Limited, 12-10-167, Bharat Nagar, Hyderabad – 500 018. Members are requested to note that dividends remaining unpaid or unclaimed for a period of seven years from the date they became due for payment will, as per Section 124(5) read with section 125 of the Companies Act, 2013, be transferred to Investors Education and Protection Fund.

After completion of seven years as aforesaid, no claims shall stand against the Investors Education and Protection Fund or the Company for the amounts of dividend so transferred nor shall any payments be made in respect of such claims.

5. Members / Proxies are requested to bring the attendance slip duly signed as per the Specimen Signature recorded with the Company/Depository Participant for admission to the meeting hall.
6. Members are requested to notify immediately any change in their address to the Share Transfer Agents and in case their shares are held in the dematerialized form, this information should be passed on to their respective Depository Participants.
7. A member desirous of receiving any information on the accounts or operations of the company is requested to forward his/her queries to the Company at least 7 working days prior to the meeting, so that the required information can be made available at the meeting.
8. Members holding shares in physical form are requested to notify immediately any change in their address along with address proof, i.e Electric/Telephone Bill, driving License or a copy of passport and Bank particulars to the Company or its Registrar & Share Transfer Agent and in case their shares are held in dematerialized form, this information should be passed on directly to their respective depository Participants and not to the Company\RTA without any delay.

9. Members, who hold shares in dematerialized form, are requested to bring their client ID and DP IDS for easier identification of attendance at the meeting.
10. It shall be mandatory for the transferee(s) to furnish copy of PAN CARD to the Company/ RTAs for registration of such transfer of shares, for securities market transactions and off market/private transactions involving transfers of shares in physical form of listed companies.
11. As a part of Green initiative in Corporate Governance the Ministry of Corporate Affairs (MCA), government of India vide its circular has allowed paperless compliance by Companies inter-alia stating that if the Company sends official documents to their shareholders electronically, it will be in compliance with the provisions of the companies Act, 2013 keeping in view shareholders are requested to update their E-Mail ID with their DP.
12. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

**13. Voting through electronic means:**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 23rd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).

The instructions for e-voting are as under:-

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participant(s)];
  - (i) Open email and open PDF file viz; "Trimurthi Limited e-Voting.pdf" with your client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
  - (ii) Launch internet browser by typing the following URL:  
<https://www.evoting.nsdl.com>.
  - (iii) Click on Shareholder – Login
  - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
  - (v) Password change Menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vi) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
  - (vii) Select "EVEN" (Electronic Voting Event Number) of Trimurthi Limited.
  - (viii) Now you are ready for e-voting as Cast Vote page opens.
  - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

- (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter etc. together with the attested specimen signature of the duly authorized signatory(ies) who are authorized to vote to the Scrutinizer through e-mail to [fcsapavan@gmail.com](mailto:fcsapavan@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

B. I. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository participant(s) or requesting physical copy]:

- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM: EVEN (Electronic Voting Even Number) USER ID PASSWORD/PIN
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.

III. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.

IV. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for casting your vote.

V. The e-Voting period commences on 8th September, 2017 (9.00 a.m.) and ends on 10th September, 2017 (5.00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

VI. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 4th September, 2017 the (cut-off date).

VII. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 11th August 2017 may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.

VIII. Shri Pavan Kankani, Company Secretary in Whole-time Practice, (Membership No. F-7432, CP No.7643 has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

IX. The Scrutinizer shall within a period not exceeding three (3) working days from the

conclusion of the e-voting period unlock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the vote cast in favor or against, if any, forthwith to the Chairman of the Company.

- X. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.trimurthidrugs.com](http://www.trimurthidrugs.com) and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.
- XI. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e- voting facility.

#### BRIEF PROFILE OF THE NEWLY APPOINTED IN-DEPENDENT DIRECTORS

Particulars	Mr. Natwarlal Ramgopal Modani
Date of Birth	10-02-1981
Date of Appointment	13-02-2017
Qualification	B.com
Expertise in specific functional areas	Mr. Natwarlal has experience in the field of wealth Management and other areas such as Textile business
Directorships held in other public companies	Shalimar Agencies Limited
Memberships/Chairmanships of committees of other public companies	5
No of Shares held in the company	NIL

By Order of the Board

Place: Hyderabad.

Dated: 05/08/2017

**ARUN KUMAR BHANGADIA**

Managing Director  
(DIN: 00021024)

## EXPLANATORY STATEMENT

Pursuant to Section 102(1) of The Companies Act, 2013 (The Act)

### ITEM NO 4:

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice :

Mr. Natwarlal Ramgopal Modani (DIN 07480150) was appointed Additional Director on 13-02-2017 in terms of Section 161 (1) of the Companies Act, 2013, in the category of 'Non-Executive Independent' and is continuing as 'Independent Director'. In terms of the aforesaid section of the Companies Act, 2013, an Additional Director shall hold office up to the date of the next Annual General Meeting and be eligible for appointment to the office of a director at any General Meeting in terms of Section 160 of the Companies Act, 2013.

In order to ensure compliance with the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Rules made there under and Schedule IV of the Act, it is proposed that approval of the shareholders be accorded for the appointment of Mr. Natwarlal Ramgopal Modani (DIN 07480150) as 'Independent Director' for a term upto 12-02-2022 and pass the resolution set out at Item No. 4. The appointment of Mr. Natwarlal Ramgopal Modani (DIN 07480150) is required to be in compliance with the provisions of Section 160 of the Companies Act, 2013. Mr. Natwarlal Ramgopal Modani (DIN 07480150) has confirmed compliance with the criteria of Independence as provided under Section 149 (6) of the Act. The Board is of the opinion that his continued association with the Company would be of benefit to the Company. Further, in the opinion of the Board, Mr. Natwarlal Ramgopal Modani (DIN 07480150) fulfills the conditions specified in the Companies Act, 2013 and the Rules made there under, and he is independent of the Management.

No Director other than Mr. Natwarlal Ramgopal Modani (DIN 07480150) himself or any of the Key Managerial Personnel of the Company or their relatives are, directly or indirectly, concerned or interested in the Resolution set out at Item No. 4. Further, Mr. Natwarlal Ramgoapl Modani (DIN 07480150)is not related to any other Director of the Company.

By Order of the Board

Place: Hyderabad.

Dated: 05/08/2017

**ARUN KUMAR BHANGADIA**

Managing Director  
(DIN: 00021024)

## DIRECTOR'S REPORT

To

The Members,

Your Directors have pleasure in presenting the 23rd Annual Report on the business and operations of the Company together with the audited statements of accounts for the financial year ended 31st March, 2017.

### **FINANCIAL HIGHLIGHTS:**

The Financial results for the year ended 31st March, 2017 are summarized as under:

(Rs. in Lakhs)

<i>Consolidated</i>		Particulars	<i>Standalone</i>	
<i>2016-17</i>	<i>2015-16</i>		<i>2016-17</i>	<i>2015-16</i>
918.64	571.59	Income from Operations	350.91	93.00
16.86	13.38	Other Income	14.46	7.67
892.01	516.51	Total Expenditure	332.66	53.52
902.04	68.46	Profit/Loss before Interest and Depreciation	32.71	47.15
5.02	0.06	Finance Costs	Nil	Nil
0	35.07	Depreciation	12.29	33.60
38.47	33.33	Profit/Loss after Interest and Depreciation	20.42	13.55
0	(9.17)	Prior Period adjustments	—	—
11.35	17.14	Provision for Taxation	5.40	9.65
4.68	(5.94)	- Current Tax	(0.06)	(5.92)
4.68		- Deferred Tax		
22.44	12.96	Profit after taxation	15.09	9.82
4.44	3.04	Minority Interest	—	—
18.00	9.91	Profit after Minority Interest	—	—
0.22	0.12	Earnings Per share	0.19	0.12

### **PERFORMANCE OF THE COMPANY:**

**Standalone performance:** Gross revenue of your company stood at Rs.350.91 Lakhs for 2016-17 compared to revenue of Rs.93.00 lakhs for 2015-16. Net profit before tax stood at Rs.15.09 Lakhs for 2016-17 compared to Rs.13.55 Lakhs 2015-16. EPS of the Company stood at Rs.0.19 paisa per share for 2016-17.

**Consolidated performance:** Gross revenue of your company stood at Rs.918.64 Lakhs for 2016-17 compared to revenue of Rs.571.59 lakhs for 2015-16. Net profit before tax stood at Rs.22.44 Lakhs for 2016-17 compared to Rs.12.96 Lakhs 2015-16. EPS of the Company stood at Rs.0.22 paisa per share for 2016-17.

**Trimurthi Foods Limited** the Wholly Owned Subsidiary of the company has started its commercial Operations of manufacturing Corn Foods Products and Confectionery Products.

**DIVIDENDS:** In the view of requirement for retention of earnings for the business growth, the Board of Directors do not recommend any dividend for the year under review.

During the year under review the company has transferred unclaimed dividend for the dividend declared for the F.Y. 2008-09 which were due to transfer to IEPF (Investor Education and Protection Fund), Pursuant to Rule 5(4) of the IEPF Rules, 2016.

**TRANSFER TO RESERVES:** We propose to transfer Rs. 150873/- to general reserve. An amount of Rs.1357857/- is proposed to be retained in Surplus on standalone basis.

#### **DIRECTORS' RESPONSIBILITY STATEMENT:**

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3) (c) of the Companies Act, 2013:

- a) that in the preparation of the annual financial statements for the year ended March 31, 2017, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2017 and of the profit of the Company for the year ended on that date;
- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the annual financial statements have been prepared on a going concern basis;
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

**STATUTORY AUDITORS:** The board has proposed appointment M/S P.Murali & Co, Chartered Accountants as statutory auditors of the company. In terms of First proviso to section 139 of the Companies Act, 2013 the appointment of auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s. P. Murali & Co, Chartered Accountants, as statutory auditors of the Company for term of years.

The Auditors Report for fiscal 2017 does not contain any qualification, reservation or adverse remarks. The Auditor's Report is enclosed with the financial statements in this annual report.

**SECRETARIAL AUDITOR:** CS Pavan Kankani of M/s P K Associates, Practicing Company Secretaries, was appointed to conduct the secretarial audit of the Company for financial year 2016-17, as required under section 205 of the Companies Act, 2013 and rules there under. The Secretarial audit report for financial year 2016-17 forms part of the Annual Report as 'ANNEXURE-4' to the Boards Report. The Secretarial Audit report does not contain any qualification, reservation or adverse remarks.

**INTERNAL AUDITORS:** M/s Ramesh Athasniya & Co, Chartered Accountants performs the duties of internal auditors of the company and their report is reviewed by the audit committee from time to time.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL:** During the year under review company has appointed Mr. Natwarlal Ramgopal Modani as Additional Independent director whose term is valid until the next AGM.

There was no change in Key Managerial Personnel during the year under review.

**DECLARATION BY INDEPENDENT DIRECTORS:** The Company has received necessary declaration from each independent director under section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence laid down in section 149(6) of the Companies Act, 2013.

**POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION:** the Current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the board, and separate its functions of governance and management. As on date of this report your board consists of 5 Directors including 2 promoter directors (of whom one is executive chairman of the Company) and 3 independent directors (including a women director).

The policy of the company on appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of directors and other matters, as required under sub section 3 of section 178 of the Companies Act, 2013 is available on our website. We affirm that the remuneration paid to the directors is as per terms laid out in the nomination and remuneration policy.

**NUMBER OF BOARD MEETINGS:** During the year Six Board Meetings were held on 30-05-2016, 07-06-2016, 08-08-2016, 22-09-2016, 05-11-2016, and 13-02-2017 and one independent directors' meeting was held on 08-08-2016 during the financial year. The provisions of Companies Act, 2013 and listing agreement were adhered to while considering the time gap between two meetings.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:** Details of Loans, Guarantees and investments covered under the provisions of section 186 of the companies Act, 2013 are given in the notes to the Financial Statements.

**RELATED PARTY TRANSACTIONS:** All material related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. All Related Party Transactions are placed before the Audit Committee as also the Board for approval.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website.

Detailed information about the related party transactions is enclosed in from AOC-2 as ANNEXURE-2

**EXTRACT OF ANNUAL RETURN:** The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as "Annexure 3".

**CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION:** The Company has no activity relating which consumes energy or which requires technology, accordingly disclosures for conservation of energy or technology absorption is not given. Hence no information pursuant to Section 134 of the Companies Act, 2013 read with (disclosure of particulars in the report of Board of Directors) Rules, 1988 is provided.

**FOREIGN EXCHANGE EARNINGS AND OUTGO:** During the year under review company did not earn foreign currency nor did it expend any amount in foreign currency.

**BUSINESS RISK MANAGEMENT:** The Company has adopted a Risk Management Plan for implementation of Enterprise Risk Management (ERM) framework. As per the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, the Board shall establish a Risk Management Plan/ Policy and the Audit Committee shall evaluate the Risk Management systems periodically.

In line with this requirement, the Board is responsible for initiating and instituting the ERM framework and setting the requisite tone at the top for implementation of the ERM framework. Further, the Board shall be responsible for overseeing measures for managing risk. The Plan also envisages a key role for the

Audit Committee which shall periodically (at least annually) review the adequacy of Risk Management Systems, recommend improvements if needed, discuss with external consultants, Internal Auditors to test the adequacy and effectiveness of the Risk Management System.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities.

Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

**INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:** The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. Even through this non-production period the Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

**CORPORATE SOCIAL RESPONSIBILITY:** The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions under section 135 of the Companies Act, 2013 are not applicable to the company.

**FIXED DEPOSITS:** The Company has not accepted any deposits U/s 73 of the Companies Act, 2013 and as such no amount of principle or interest was outstanding as on the date of Balance Sheet.

**BOARD EVALUATION:** Pursuant to the provisions of Companies Act, 2013 and according to Listing Obligation and Disclosure Requirements Regulation 2015, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee. The manner in which the evaluation has been carried out has been explained in Corporate Governance Report.

**SUBSIDIARIES/ ASSOCIATES/Joint VENTURES:** During the year under review company has acquired 100% shares of Trimurthi Foods Limited and making it has a wholly owned subsidiary of the company.

During the year the board of directors reviewed the affairs of the subsidiaries. In accordance with the section 129(3) of the Companies Act, 2013, we have prepared consolidated financial statements of the Company, which forms part of this annual report. Further a statement containing salient features of the financial statements of our subsidiaries in the prescribed format AOC-1 is appended as 'ANNEXURE-1' to the boards report. The statement also provides the details of performance and financial positions of the subsidiaries.

In accordance with section 136 of the Companies act, 2013, the audited financial statements, including the consolidated financial statements and related information about the company and audited accounts of the each of the subsidiaries, are available on our website.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:**

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

**REMUNERATION RATIO OF THE DIRECTORS / KEY MANAGERIAL PERSONNEL (KMP) / EMPLOYEES:**

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished hereunder:

Sl. No.	Name	Designation	Remuneration paid FY.2016-17	Remuneration paid FY. 2015-16	Increase in remuneration from previous years	Ratio/times per median of employee remuneration
<b>Executive Directors and Key Managerial Persons</b>						
1	Ms. Jyothi Ramesh Kankani	Company secretary	156000	144000	12000	100%
2	Ms. Manda Vani	CFO	299000	275000	24000	192%
3	Arun Kumar Bhangadia	Managing Director	1500000	1454166	45834	962%
<b>Non Executive Directors</b>						
1	Arvind Kumar Bhangadia	Promoter	--	--	--	--
2	Ramswaroop Agrawal (till 15-11-2016)	Independent Director	--	--	--	--
3	Sarapu Sowjanya	Independent Director	--	--	--	--
4	Sagar Karwa	Independent Director	--	--	--	--
5	Natwarlal Ramgopal Modani (From 13-02-2017)	Independent Director	--	--	--	--

#### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL ACT, 2013 :**

The Company has in place an anti sexual harassment policy in line with the requirements of the Sexual Harassment of Women at the work place (Prevention, Prohibition and Redressal) Act, 2013. All Employees (Permanent, Contractual, temporary, Trainees) are covered under this policy.

#### **DISCLOSURE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

Since the paid up capital of company is less than rupees ten crores and the net worth of the company is below rupees twenty five crores as specified in regulation 15 of SEBI (LODR) regulations, 2015 disclosure with respect to provisions relating to corporate governance are not applicable to the Company.

#### **LISTING ARRANGEMENTS:**

The Equity Shares of your Company are listed at **B.S.E. Limited**. The requisite Annual Listing Fees of the **B.S.E. Limited** had been paid as on the date of this report.

## GREEN INITIATIVE:

Last year, we started a Green Initiative with the aim of being green and minimizing our impact on the environment. This year too we are proposing to send the Annual Report to the registered e-mail addresses of the shareholders.

## ACKNOWLEDGMENT:

Your Directors place on record their appreciation for the valuable support extended by various departments viz., Commercial Tax department, Drug Control Department and Banks etc for their continued support to the Company's growth. The Directors record their special appreciation to all employees for their efforts and contribution towards the growth and achieving this performance.

Your Directors also wish to express their thanks to the shareholders for the confidence which they reposed in them.

By Order of the Board

Place: Hyderabad.

Dated: 05/08/2017

**ARUN KUMAR BHANGADIA**

Managing Director  
(DIN: 00021024)

**ANNEXURE -1**
**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with  
 Rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of  
 Subsidiaries/ associate companies/joint ventures**

**Part “A”: Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details	Details
1.	Name of the subsidiary	Trimurthi Pharmaceuticals (India) Private Limited	Trimurthi Foods Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same as that of Holding Company	Same as that of Holding Company
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Same as that of Holding Company	Same as that of Holding Company
4.	Share capital	Rs.50,00,000/-	Rs.1,25,00,000/-
5.	Reserves & surplus	Rs.38,84,025/-	Rs.(-29,04,775/-)
6.	Total assets	Rs.1,28,83,928/-	Rs.1,22,49,411/-
7.	Total Liabilities	Rs.1,28,83,928/-	Rs.2,25,24,137/-
8.	Investments	Rs.3,00,000/-	- Nil -
9.	Turnover	Rs.5,15,99,785/-	Rs.51,72,899/-
10.	Profit before taxation	Rs.16,74,935/-	Rs.(-17,79,898/-)
11.	Provision for taxation	Rs.5,92,367/-	- Nil -
12.	Profit after taxation	Rs.10,82,568/-	Rs.(-22,57,230/-)
13.	Proposed Dividend	- Nil -	- Nil -
14.	% of shareholding	59.00%	100%

**Notes:** The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations: - **NIL**
- Names of subsidiaries which have been liquidated or sold during the year - **NIL**.

## Part “B”: Associates and Joint Ventures

### Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	
1. Latest audited Balance Sheet Date	NA
2. Shares of Associate/Joint Ventures held by the company on the year end No.	NA
Amount of Investment in Associates/Joint Venture	NA
Extend of Holding%	
3. Description of how there is significant influence	NA
4. Reason why the associate/joint venture is not consolidated	NA
5. Net worth attributable to shareholding as per latest audited Balance Sheet	NA
6. Profit/Loss for the year	NA
i. Considered in Consolidation	
ii. Not Considered in Consolidation	

- Names of associates or joint ventures which are yet to commence operations.
- Names of associates or joint ventures which have been liquidated or sold during the year.

By Order of the Board

Place: Hyderabad.

Dated: 05/08/2017

**ARUN KUMAR BHANGADIA**

Managing Director  
(DIN: 00021024)

## ANNEXURE -2

### Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

#### **Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto**

1. Details of contracts or arrangements or transactions not at arm's length basis:
  - (a) Name(s) of the related party and nature of relationship: NIL
  - (b) Nature of contracts/arrangements/transactions: NIL
  - (c) Duration of the contracts / arrangements/transactions: NIL
  - (d) Salient terms of the contracts or arrangements or transactions including the value, if any: NIL
  - (e) Justification for entering into such contracts or arrangements or transactions: NIL
  - (f) Date(s) of approval by the Board: NIL
  - (g) Amount paid as advances, if any: NIL
  - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: NIL
2. Details of material contracts or arrangement or transactions at arm's length basis:
  - (a) Name(s) of the related party and nature of relationship:

Arun Kumar Bhangadia	Managing Director
Kiran Bhangadia	Relative of Managing Director
  - (b) Nature of contracts/arrangements/transactions:  
Rental Services (Leasing of Property) by related party
  - (c) Duration of the contracts / arrangements/transactions: On Going (long term Contract)
  - (d) Salient terms of the contracts or arrangements or transactions including the value, if any:  
Monthly Rent of Rs.5000/- each to Mr. Arun Kumar Bhangadia and Kiran Bhangadia
  - (e) Date(s) of approval by the Board, if any:  
Not applicable as these are at arms length basis and in ordinary course of business  
Amount paid as advances, if any: Rental Deposit of Rs. 10 Lakhs each to Mr. Arun Kumar Bhangadia and Kiran Bhangadia

By Order of the Board

Place: Hyderabad.

Dated: 05/08/2017

**ARUN KUMAR BHANGADIA**  
Managing Director  
(DIN: 00021024)

**ANNEXURE-3**  
**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**

(For financial year ended 31-03-2017)

Pursuant to Section 92 (3) of the Companies Act, 2013 and  
 Rule 12(1) of the Company (Management & Administration) Rules, 2014.

**I. REGISTRATION & OTHER DETAILS:**

CIN	L67120TG1994PLC018956		
Registration Date	13/12/1994		
Name of the Company	TRIMURTHI LIMITED (Formerly Known as Trimurthi Drugs & Pharmaceuticals Limited)		
Category/Sub-category of the Company	Listed Company		
Address of the Registered office & contact details	4-4-231/1/2/ABC, Inderbagh, Sultan Bazar, Hyderabad - 500 095		
Whether listed company	Yes		
Name, Address & contact details of the Registrar & Transfer Agent, if any.	Venture Capital and Corporate Investments Pvt. Ltd. Address: 12-10-167, Bharat Nagar, Hyderabad - 500 018. Ph No. 040-23818475,23818476 Email: <a href="mailto:Info@vccilindia.com">Info@vccilindia.com</a>		

**I. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)**

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Investment Activity / Trading in Shares and Securities	6499	82.50%
2	Interest income	649	17.50%

**III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

Sl. No.	Name of the company	CIN/GLN	Holding/ Subsidiary / Associate	% of Shares held	Appli - cable Section
1	Trimurthi Pharmaceuticals (India) Private Limited	U24232TG2012PTC080276	Subsidiary	59.00%	2(87)
2	Trimurthi Foods Limited (Formerly Known as Anmol Packaging Industries Limited)	U15122TG2012PLC081937	Subsidiary	100%	2(87)

**IV SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**
**A. Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2016]				No. of Shares held at the end of the year[As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	3820400	--	3820400	47.17	3769400	--	3769400	46.54	(0.63)
b) Central Government	--	--	--	--	--	--	--	--	--
c) State Government(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corporate	1430000		1430000	17.65	1430000		1430000	17.65	--
e) Banks / Financial Institutions	--	--	--	--	--	--	--	--	--
f) Any other	--	--	--	--	--	--	--	--	--
<b>Total shareholding of Promoter (A)</b>	<b>5250400</b>	--	<b>5250400</b>	<b>64.82</b>	<b>5199400</b>	--	<b>5199400</b>	<b>64.19</b>	<b>(0.63)</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / Financial Institutions	--	--	--	--	--	--	--	--	--
c) Central Government	--	--	--	--	--	--	--	--	--
d) State Government(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
<b>Sub-total (B)(1):-</b>	<b>--</b>	--	<b>--</b>	<b>--</b>	<b>--</b>	--	<b>--</b>	<b>--</b>	<b>--</b>
<b>2. Non-Institutions</b>									
<b>a) Bodies Corp.</b>									
i) Indian	1275128	8100	1283228	15.84	1171188	8100	1179288	14.56	(1.28)
ii) Overseas	--	--	--	--	--	--	--	--	--
<b>b) Individuals</b>									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	640143	440230	1080373	13.34	581054	442030	1023084	12.63	(0.71)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	329146	144700	473846	5.85	514720	17700	692420	8.55	2.70
<b>c) Others (specify)</b>									
Non Resident Indians	3038	NIL	3038	0.04	2991	NIL	2991	0.04	--
Clearing members	9115	NIL	9115	0.11	2817	NIL	2817	0.03	--
<b>Sub-total (B)(2):-</b>	<b>2256570</b>	<b>593030</b>	<b>2849600</b>	<b>35.18</b>	<b>2272770</b>	<b>627830</b>	<b>2900600</b>	<b>35.81</b>	<b>0.63</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>2256570</b>	<b>593030</b>	<b>2849600</b>	<b>35.18</b>	<b>2272770</b>	<b>627830</b>	<b>2900600</b>	<b>35.81</b>	<b>0.63</b>
<b>C. Shares held by custodian for GDRs &amp; ADRs</b>	--	--	--	--	--	--	--	--	--
<b>Grand Total (A+B+C)</b>	<b>7506970</b>	<b>593030</b>	<b>8100000</b>	<b>100</b>	<b>7472170</b>	<b>627830</b>	<b>8100000</b>	<b>100</b>	<b>--</b>

**B) Shareholding of Promoter**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1	TDPL HEALTH CARE (INDIA) LIMITED	1430000	17.65	--	1430000	17.65	--	--
2	ARUN KUMAR BHANGADIA (HUF)	387000	4.78	--	387000	4.78	--	--
3	GOPIKISHAN ARUN KUMAR BHANGADIA (HUF)	105000	1.30	--	105000	1.30	--	--
4	ARVIND KUMAR DEVANSH BHANGADIA HUF	120000	1.48	--	120000	1.48	--	--
5	ARUN KUMAR BHANGADIA	1542200	19.04	--	1542200	19.04	--	--
6	ARVIND KUMAR BHANGADIA	29900	0.37	--	29900	0.37	--	--
7	KANTHA BHANGADIA	177800	2.20	--	177800	2.20	--	--
8	KIRAN BHANGADIA	1349500	16.66	--	1349500	16.66	--	--
9	JYOTHI BHANGADIA	58000	0.72	--	58000	0.72	--	--
10	MURLIDHAR MUTGI	15000	0.19	--	--	--	--	(0.19)
11	SULOCHANA MUTGI	18000	0.22	--	--	--	--	(0.22)
12	SRIPRIYA MUTGI	18000	0.22	--	--	--	--	(0.22)
	<b>TOTAL</b>	<b>5250400</b>	<b>64.82</b>	--	<b>5199400</b>	<b>64.19</b>	--	<b>(0.63)</b>

**C) Change in Promoters' Shareholding (please specify, if there is no change)**

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>TDPL Health Care (INDIA) Limited</b>				
	At the beginning of the year	1430000	17.65	1430000	17.65
	Increase/(Decrease) during the year	--	--	1430000	17.65
	At the end of the year	1430000	17.65	1430000	17.65
2.	<b>Arun Kumar Bhangadia (HUF)</b>				
	At the beginning of the year	387000	4.78	387000	4.78
	Increase/(Decrease) during the year	--	--	387000	4.78
	At the end of the year	387000	4.78	387000	4.78
3.	<b>Gopikishan Arun Kumar Bhangadia (HUF)</b>				
	At the beginning of the year	90000	1.11	90000	1.11
	Increase/(Decrease) during the year	--	--	90000	1.11
	At the end of the year	90000	1.11	90000	1.11
4.	<b>Arvind Kumar Devansh Bhangadia HUF</b>				
	At the beginning of the year	120000	1.48	120000	1.48
	Increase/(Decrease) during the year	--	--	120000	1.48
	At the end of the year	120000	1.48	120000	1.48
5.	<b>Arun Kumar Bhangadia</b>				
	At the beginning of the year	1542200	19.04	1542200	19.04
	Increase/(Decrease) during the year	--	--	1542200	19.04
	At the end of the year	1542200	19.04	1542200	19.04

<b>6. Arvind Kumar Bhangadia</b>				
At the beginning of the year	29900	0.37	29900	0.37
Increase/(Decrease) during the year	--	--	29900	0.37
At the end of the year	29900	0.37	29900	0.37
<b>7. Kantha Bhangadia</b>				
At the beginning of the year	177800	2.20	177800	2.20
Increase/(Decrease) during the year	--	--	177800	NIL
At the end of the year	177800	--	177800	2.20
<b>8. Kiran Bhangadia</b>				
At the beginning of the year	1349500	16.66	1349500	16.66
Increase/(Decrease) during the year	--	--	1349500	16.66
At the end of the year	1349500	16.66	1349500	16.66
<b>9. Jyothi Bhangadia</b>				
At the beginning of the year	58000	0.72	58000	0.72
Increase/(Decrease) during the year	--	--	58000	0.72
At the end of the year	58000	0.72	58000	0.72
<b>10. Murlidhar Mutgi</b>				
At the beginning of the year	15000	0.19	15000	0.19
Increase/(Decrease) during the year	(15000)	(0.19)	(15000)	(0.19)
At the end of the year	15000	0.19	NIL	NIL
<b>11. Sulochana Mutgi</b>				
At the beginning of the year	18000	0.22	18000	0.22
Increase/(Decrease) during the year	(18000)	(0.22)	(18000)	(0.22)
At the end of the year	18000	0.22	NIL	NIL
<b>12. Sripriya Mutgi</b>				
At the beginning of the year	18000	0.22	18000	0.22
Increase/(Decrease) during the year	(18000)	(0.22)	(18000)	(0.22)
At the end of the year	18000	0.22	NIL	NIL

**D) Shareholding Pattern of top ten Shareholders:**

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sn	For Each of The Top 10 Shareholders	Shareholding At The Beginning of The Year		Shareholding at the end of the year	
		No. of Shares	% of Total Shares Of The Company	No. of Shares	% of Total Shares Of The Company
1	Mahaveer Infoway Limited	750000	9.26	750000	9.26
2	Ind Eco Ventures Limited	270000	3.33	270000	3.33
3.	Vivek Surna	112018	1.38	112018	1.38
4	S M Avenues Private Limited	84808	1.05	--	--
5	Pradip Babulal Barot	80000	0.99	80000	0.99
6	Bekae Properties Private Limited	57133	0.71	57133	0.71
7	Kavita Sachin Mantri	47000	0.58	47000	0.58
8	A Shekar	39400	0.49	39400	0.49
9	Mohan Rao Bhouse	35500	0.44	35500	0.44
10	Mantri Sachin Sitaram ji	33000	0.41	30500	0.38
11	Sarika Gaggar	--	--	157773	1.95

**E) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>Arun Kumar Bhangadia - Promoter Director</b>				
	At the beginning of the year	1542200	19.04	1542200	19.04
	Increase/(Decrease) during the year	--	--	1542200	19.04
	At the end of the year	1542200	19.04	1542200	19.04
2.	<b>Arvind Kumar Bhangadia - promoter Director</b>				
	At the beginning of the year	29900	0.37	29900	0.37
	Increase/(Decrease) during the year	--	--	29900	0.37
	At the end of the year	29900	0.37	29900	0.37
3.	<b>Sarapu Sowjanya - Independent Director</b>				
	At the beginning of the year	--	--	--	--
	Increase/(Decrease) during the year	--	--	--	--
	At the end of the year	--	--	--	--
4.	<b>Ramswaroop Agarwal - Indpendent Director</b> Director (Up to :05-11-2016)				
	At the beginning of the year	--	--	--	--
	Increase/(Decrease) during the year	--	--	--	--
	At the end of the year	--	--	--	--
5.	<b>Sagar Karwa - Independent Director</b>				
	At the beginning of the year	--	--	--	--
	Increase/(Decrease) during the year	--	--	--	--
	At the end of the year	--	--	--	--
6.	<b>Natwarlal Ramgopal Modani - Independent</b> Director (from 13-02-2017)				
	At the beginning of the year	--	--	--	--
	Increase / (Decrease) during the year	--	--	--	--
	At the end of the year	--	--	--	--
7.	<b>CS Jyothi Ramesh Kakani - Company</b> Secretary				
	At the beginning of the year	--	--	--	--
	Increase/(Decrease) during the year	--	--	--	--
	At the end of the year	--	--	--	--
8.	<b>Vani Manda - Chief Financial Officer</b>				
	At the beginning of the year	--	--	--	--
	Increase/(Decrease) during the year	--	--	--	--
	At the end of the year	--	--	--	--

**V. INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment.**

	Secured Loans excluding deposits	Unsecured Loans	Deposi ts	Total Indebted ness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
<b>Total (i+ii+iii)</b>	--	--	--	--

<b>Change in Indebtedness during the financial year</b>				
* Addition	--	--	--	--
* Reduction	--	--	--	--
<b>Net Change</b>	--	--	--	--
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
<b>Total (i+ii+iii)</b>	--	--	--	--

## **VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

### **A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

SN.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
	Arun Kumar Bhangadia - Managing Director		
1	<b>Gross salary</b>		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Rs. 1500000/-	Rs. 1500000/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	--	--
2	Stock Option	--	--
3	Sweat Equity	--	--
4	Commission		
	- as % of profit	--	--
	- others, specify...	--	--
5	Others, please specify	--	--
	<b>Total (A)</b>	Rs. 1500000/-	Rs. 1500000/-
	<b>Ceiling as per the Act</b>	Rs. 4200000/-	Rs. 4200000/-

### **B. Remuneration to other directors:**

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		Rams waroop Agarwal	Priyanka barve	Devender Kumar Rathi	Arvind Kumar Bhnagadia	
1	<b>Independent Directors</b>					
	Fee for attending board committee meetings	--	--	--	--	--
	Commission	--	--	--	--	--
	Others, please specify	--	--	--	--	--
	<b>Total (1)</b>	--	--	--	--	--

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		Rams waroop Agarwal	Priyanka barve	Devender Kumar Rathi	Arvind Kumar Bhnagadia	
1	<b>Independent Directors</b>					
	Fee for attending board committee meetings	--	--	--	--	--
	Commission	--	--	--	--	--
	Others, please specify	--	--	--	--	--
	Total (1)	--	--	--	--	--

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

SN	Particulars of Remuneration	Key Managerial Personnel		
		Jyothi Ramesh Kakani - Company Secretary	Vani Manda - Chief Finance Officer	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Rs.156000/-	Rs.299000/-	Rs.455000/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--
2	Stock Option	--	--	--
3	Sweat Equity	--	--	--
4	Commission	--	--	--
	- as % of profit	--	--	--
	others, specify...	--	--	--
5	Others, please specify	--	--	--
	Total	Rs.156000/-	Rs.299000/-	Rs.455000/-

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD/ NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>B. DIRECTORS</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

## ANNEXURE -4

### SECRETARIAL AUDIT REPORT

(for the financial year ended 31st March, 2017)

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
Trimurthi Limited  
(Formerly Known as Trimurthi Drugs & Pharmaceuticals Limited)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Trimurthi Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

#### Auditor's Responsibility:

Maintenance of Secretarial Records is the responsibility of the Management of the company. Our responsibility is to express an opinion on existence of adequate board process and compliance management system, commensurate to the size of the company, based on these secretarial records as shown to us during the said audit and also bases on the information furnished to us by the officers and the agents of the company during the said audit.

We have followed the audit practices and processes as were appropriate to the best of understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed, provide a reasonable basis for our opinion.

We have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the board and by various committees of the company during the period under scrutiny. We have checked the board process and compliance management system to understand and to form an opinion as to whether there is an adequate system of seeking approval of respective committees of the board, of the board, of the members of the company and of other authorities as per the provisions of various statutes as mentioned hereinafter.

Wherever required we have obtained the management representation about the compliance of the law, rules and regulations and happening of events, etc.

The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of compliance procedures on test basis.

Our report is neither as assurance as to the future viability of the company nor of the efficiency or effectiveness or accuracy with which the management has conducted the affairs of the company.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Trimurthi Limited (“The Company”) for the period ended on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company :-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d. The Securities and Exchange Board of India (employee Stock option scheme and Employees Stock Purchase Scheme) Guidelines 1999
  - e. The Securities and Exchange Board of India (Issue and listing of debt securities) Regulations, 2008;
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; and

We Further report that, having regard to the compliance system prevailing in the company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the company has specifically compiled with:

Labour and General Laws, Tax laws including Income tax, Property tax, to the extent of their applicability to the company during the financial year ended 31.03.2017 and our examination and reporting is based on the documents, records and files as produced and shown to and the information and explanations as provided to us by the company and its management and the best of our judgment and understanding of the applicability of the different enactments upon the company. Further, to the best of our knowledge and understanding there are adequate systems and processes in the company commensurate with its size and operation to monitor and ensure compliances with applicable laws.

We have also examined compliance with the applicable clauses of listing agreements entered in to by the company with the stock exchanges.

During the period under review the company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

I have also examined compliance with the applicable clauses of the following:

- (i) The Secretarial Standards issued by The Institute of Company Secretaries of India for the period under review.
- (ii) The Listing Agreements entered into by the Company with the BSE Limited, During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc mentioned above.

We further report that The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**for P. K. ASSOCIATES**  
Company Secretaries

**PAVAN KANKANI,**  
Proprietor  
M No.F-7432, CP No. 7643  
Place: Hyderabad  
Date: 29th July, 2017

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

This Management Discussion and Analysis Report addresses the expectations and Projections of the company for its future, about its Product Development, Market Position, Market Development and Penetration, Expenditure, Financial Results, Risks and Concerns etc. However, the expectations shared herein are not limited to the Company's Growth. The Company's actual results, performance or achievements could differ from those shared herein.

Along with this noticeable acceleration in the growth rate of the Indian economy, India's per capita income has increased at a rapid pace, levitating India into the middle-income category thus strengthening the economy even further from its roots. Simultaneously, the rising consumer demand has provided a further growth avenue for Indian firms making the domestic economy more robust.

However, while the long-term story remains positive, there are challenges in the short-term that will need to be addressed. These include high inflation, rising commodity prices, all time high oil prices, increasing fiscal deficits, global uncertainties and a variable domestic political scenario. However, given the structural shifts that have already taken place across the economy, we believe that we today stand on a strong foundation that will support sustained growth despite the short-term challenges that may emerge time and again.

On the other hand, our Management declares that, the financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 guidelines issued by the Securities Exchange Board of India (SEBI) and the Generally Accepted Accounting Principles (GAAP) in India.

### Industry Overview:

The company with its full capacity has commenced the business operations in food industry business through its whole owned subsidiary. The Indian food industry is poised for huge growth, increasing its contribution to world food trade every year. In India, the food sector has emerged as a high-growth and high-profit sector due to its immense potential for value addition, particularly within the food processing industry.

Company has also been carrying its pharmaceutical business through its subsidiary, the country's pharmaceutical industry accounts for about 1.4 per cent of the global pharmaceutical industry in value terms and 10 per cent in volume terms. The Government of India has announced a host of measures to create a facilitating environment for the Indian pharmaceutical industry. The policies of the Government of India are aimed at building more hospitals, boosting local access to healthcare, improving the quality of pharmaceuticals and improving the quality of medical training. The Government of India is committed to setting up robust healthcare and delivery mechanisms.

The interest of investors in real estate sector remains high, especially in rent yielding commercial properties. Transactions continue in the residential segment through investors are now using structures such as debt or debt-like hybrid instruments and bulk unit purchases, instead of equity investments to better secure their interests. The use of debt/hybrid instruments is a concern, as it only shifts the funding gap to the redemption date with high funding costs.

The relaxation of thresholds for foreign direct investment in real estate projects is likely to improve fund inflow. The announcement of the guidelines for the introduction of real estate investment

trusts and the clarification of tax pass-through status for such vehicles are also positive for the sector, as they improve fund availability to companies owning rent-yielding assets.

## OUTLOOK:

Government has set up a special fund called "Food Processing Fund" of approximately USD 300 million (at Rs. 67.25 to 1 USD) in National Bank for Agriculture and Rural Development (NABARD) for extending affordable credit to designated food parks and the individual food processing units in the designated food parks. As on 31.05.2016 about a quarter of the fund as term loan has been sanctioned to 12 mega food parks projects.

The Indian pharmaceutical industry is estimated to grow at 20 per cent compound annual growth rate (CAGR) over the next five years, as per India Ratings, a Fitch Group company. Indian pharmaceutical manufacturing facilities registered with US Food and Drug Administration (FDA) as on March 2014 was the highest at 523 for any country outside the US.

The pharmacy sector forms the second largest share in the Indian healthcare sector. The sector sources its products through institutional and non institutional sales. The institutional sales is the sale of pharmaceuticals to hospitals, nursing homes and other such health institutions that purchase bulk drugs at discounted prices that results in partial decline in profit margin of manufacturers. Whereas, non institutional sales takes place through retail stores that happen to be the only form of sales channel that reaches directly to consumers and is a major source of revenue earning for the sector.

The Union Cabinet has given its approval to amend the existing FDI policy in the pharmaceutical sector in order to cover medical devices. The Cabinet has allowed FDI up to 100 per cent under the automatic route for manufacturing of medical devices subject to specified conditions. The Indian pharma market size is expected to grow to US\$ 85 billion by 2020. The growth in Indian domestic market will be on back of increasing consumer spending, rapid urbanisation, raising healthcare insurance and so on.

## HUMAN RESOURCES:

The Company recognizes that its people have played a big role in making what the Company is today and therefore it accords top priority to attract and retain talent. The Company puts great emphasis on training and development of its employees to enhance efficiency. The Company believes in providing a fair compensation in line with industry norms and rewards them for good performance.

## RISK AND CONCERN:

An effective risk management framework enhances the organization's ability to proactively address its risks and opportunities by determining a risk mitigation strategy and monitoring its progress on continuous basis.

Our risk management framework is intended to ensure that risks are identified in a timely manner. We have implemented an integrated risk management framework to identify, assess, prioritize, manage/mitigate, monitor and communicate the risk across the country.

Senior management personnel meet at regular intervals to identify various risks, assess, and prioritize the risks. After due deliberations, appropriate strategies are made for managing/mitigating the risks. The company takes the help of independent professional firms to

review the risk management structure and implementation of risk management policies. Audit Committee on a quarterly basis, review the adequacy and effectiveness of the risk management strategies, implementation of risk management/mitigation policies, It advises the board on matters of significant concerns for redressal.

### **PERFORMANCE EVALUATION OF NON-EXECUTIVE AND INDEPENDENT DIRECTORS:**

The Board evaluates the performance of Non-executive and Independent Directors every year. All the Non-executive and Independent Directors are eminent personalities having wide experience in the field of business, industry and administration. Their presence on the Board is advantageous and fruitful in taking business decisions.

### **INTERNAL AUDIT SYSTEM:**

During the year the Company had appointed M/s. Ramesh Athasniya & Company, Chartered Accountants as internal auditors to the Company an external audit firm of Chartered Accountants, who submits reports on quarterly basis. The reports are placed before the Audit Committee and comments and suggestions made by the internal auditors are noted and implemented by the Company.

### **CAUTIONARY STATEMENT:**

Statements in this Management Discussion and Analysis Report may be “forward looking statements: within the meaning of applicable securities laws and regulations. These statements are based on certain assumption and expectations of future events. Actual results could differ materially from those expressed or implied. Important facts that could make a difference at the Company's operations include economic conditions affecting domestic demand and supply conditions, finished goods prices, changes in government regulations and tax regime etc. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of subsequent developments, information or events.

## CERTIFICATE

- a. We have reviewed the financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
  - i these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - ii these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal, violate the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee:
  - i Significant changes in internal controls over financial reporting during the year.
  - ii Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements ; and
  - iii Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**TRIMURTHI LIMITED ,**

ARUN KUMAR BHANGADIA  
Managing Director  
(DIN: 00021024)

Place: Hyderabad.

Dated: 05/08/2017

## Independent Auditor's Report

To the Members of

**M/S TRIMURTHI LIMITED (formerly known as 'TRIMURTHI DRUGS & PHARMACEUTICALS LIMITED' )**

### Report on the Standalone Financial Statements

1. I have audited the accompanying financial statements of TRIMURTHI LIMITED ( formerly known as 'TRIMURTHI DRUGS & PHARMACEUTICALS LIMITED' ) ('the Company'), which comprise the balance sheet as at 31st March 2017, the statement of profit and loss and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Standalone Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

3. My responsibility is to express an opinion on these financial statements based on my audit. I have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.
4. I conducted my audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
5. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the

Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

6. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the financial statements.

**Opinion:**

7. In my opinion and to the best of my information and according to the explanations given to me, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.
  - a) In the case of the Balance sheet, of the state of affairs of the company as at 31st March, 2017.
  - b) In the case of the statement of profit and loss, of the Profit for the year ended on that date and
  - c) In the case of the cash flow statement, of the cash flows of the company for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

8. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
9. As required by Section 143 (3) of the Act, we report that:
  - (a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of our audit.
  - (b) In my opinion proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books;
  - (c) The balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
  - (d) In my opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) on the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act;

- (f) with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to my separate report in Annexure B; and
- (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to me.
  - i. The Company has disclosed the impact of pending litigation on its financial position in its financial statements- for details refer to note no.2.24 to the financial statements.
  - ii. As the company has not foreseen any material losses, no provision has been made as required under any law or accounting standard as there are no material foreseeable losses on long term contracts including derivative contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. The Company has provided requisite disclosures in its standalone financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 2.25 to the standalone financial statements.

**FOR K.VENKATESWARA RAO & ASSOCIATES**

**CHARTERED ACCOUNTANTS**

**FRN: 006374S**

**K.VENKATESWARA RAO**

**PROPRIETOR**

**M.NO.27305**

**PLACE: HYDERABAD**

**Date: 19.05.2017**

## ANNEXURE-A TO THE AUDITOR'S REPORT

The Annexure referred to in paragraph 8 in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2017, we report that:

- (I) (a) The company has maintained proper records showing full particulars Including quantitative details and situation of fixed assets.
- (b) All the fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In my opinion, the physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to me and on the basis of my examination of the records of the Company, the title deeds of immovable property are held in the name of the company.
- (ii) Verification of inventory has been conducted at reasonable intervals by the management and no discrepancies noticed on verification of stock and book records.
- (iii) In my opinion and according to the information and explanations given to me, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the companies Act, 2013.
- (iv) In my opinion and according to the information and explanations given to me, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and Investments made.
- (v) In my opinion and according to the information and explanations given to me, the company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the Provisions of sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- (vi) The central government has not prescribed maintenance of cost records under section 148(1) of the Companies Act 2013.
- (vii)(a) The company is regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, service tax and cess.
- (b) According to the information and explanations given to me, there are no dues, income tax, service tax and cess, which has not been deposited on account of any dispute.
- (viii) The company does not have any loans or borrowings from any financial institution banks, banks or Govt or debenture holders during the year.
- (ix) The company has utilised the moneys raised by way of initial public offer for the purpose for which they have been raised.
- (x) According the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

- (xi) According to the information and explanations given to me and based on my examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In my opinion and according to the information and explanations given to me, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to me and based on my examination of the records of the company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) In my opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable.

**FOR K.VENKATESWARA RAO & ASSOCIATES**

**CHARTERED ACCOUNTANTS**

**FRN: 006374S**

**K.VENKATESWARA RAO**

**PROPRIETOR**

**M.NO.27305**

**PLACE: HYDERABAD**

**Date: 19.05.2017**

## ANNEXURE – B TO INDEPENDENT AUDITORS' REPORT

### Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

I have audited the internal financial controls over financial reporting of TRIMURTHI LIMITED (formerly known as 'TRIMURTHI DRUGS & PHARMACEUTICALS LIMITED') ("the Company") as of March 31, 2017 in conjunction with my audit of the standalone financial statements of the Company for the year ended on that date.

#### Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### Auditors' Responsibility

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the Company's internal financial controls system over financial reporting.

## Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In my opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR K.VENKATESWARA RAO & ASSOCIATES**

**CHARTERED ACCOUNTANTS**

**FRN: 006374S**

**K.VENKATESWARA RAO**

**PROPRIETOR**

**PLACE: HYDERABAD**

**Date: 19.05.2017**

**M.NO.27305**

**BALANCE SHEET AS ON 31-03-2017**

(Amount in Rupees)

PARTICULARS	Note Number	Figures as at the end of current reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
<b>EQUITY AND LIABILITIES:</b>			
<b>A. Share Holders' Funds:</b>			
(a) Share Capital	2.1	<b>8100000</b>	8100000
(b) Reserves & Surplus	2.2	<b>34917787</b>	33409056
		<b>115917787</b>	114409056
<b>B. Share Application Money Pending Allotment</b>			-Nil-
<b>C. Non Current Liabilities</b>			
(a) Long Term Borrowings	2.3	<b>-Nil-</b>	-Nil-
(b) Deferred Tax Liabilities (Net)		<b>228138</b>	234518
(c) Other Long Term Liabilities		<b>-Nil-</b>	-Nil-
(d) Long Term Provisions		<b>-Nil-</b>	-Nil-
		<b>228138</b>	234518
<b>D. Current Liabilities</b>			
(a) Short Term Borrowings	2.4	<b>-Nil-</b>	-Nil-
(b) Trade Payables	2.5	<b>-Nil-</b>	-Nil-
(c) Other Current Liabilities		<b>719359</b>	755010
(d) Short Term Provisions		<b>539589</b>	965520
		<b>1258948</b>	1720530
		<b>117404873</b>	<b>116364105</b>
<b>ASSETS:</b>			
<b>A. Non Current Assets</b>			
(a) Fixed Assets:	2.6		
(i) Tangible Assets		<b>5678475</b>	5235876
(ii) Intangible Assets		<b>209945</b>	297744
(iii) Capital Work In Progress		<b>-Nil-</b>	827001
(iv) Intangible Assets under development		<b>-Nil-</b>	-Nil-
		<b>588420</b>	6360621
(b) Non Current Investments	2.7	<b>18434000</b>	13680000
(c) Long Term Loans & Advances	2.8	<b>2090000</b>	2090000
(d) Other Non Current Assets	2.9	<b>-Nil-</b>	223972
		<b>26412420</b>	22354593
<b>B. Current Assets</b>			
(i) Current Investments	2.10	<b>-Nil-</b>	16415642
(ii) Inventories-Traded Finished Goods		<b>2192203</b>	-Nil-
(iii) Trade Receivables	2.11	<b>3970063</b>	73301
(iv) Cash & Cash Equivalents	2.12	<b>3440195</b>	4441696
(v) Short Term Loans & Advances	2.13	<b>80290130</b>	71957399
(vi) Other Current Assets	2.14	<b>1099863</b>	1121473
		<b>90992453</b>	94009512
<b>Total:</b>		<b>117404873</b>	<b>116364105</b>
<b>Significant Accounting Policies and Notes to Accounts</b>	<b>1 &amp; 2</b>		

As per our report of even date,  
for **K. VENKATESWARA RAO & ASSOCIATES**,  
Chartered Accountants,

for and on behalf of the Board,

**CA. K. VENKATESWARA RAO,**  
Proprietor.  
M.No. 027305  
Firm Regn. No. 006374S

**ARUN KUMAR BHANGADIA,**  
(DIN 00021024)  
Managing Director.

**ARVIND KUMAR BHANGADIA,**  
(DIN 00015838)  
Director.

Place : Hyderabad,  
Date : 19th May, 2017.

**VANI MANDA**  
Chief Financial Officer

**JYOTHI KAKANI**  
Company Secretary

**STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED ON 31-03-2017**

(Amount in Rupees)

PARTICULARS	Note Number	Figures for the current reporting period ended		Figures for the previous reporting period ended 31-03-2016
		31-03-2017		
<b>I. Revenue from Operations</b>	2.15	<b>35090874</b>		9299738
<b>II. Other Income</b>	2.16	<b>1445579</b>		767292
<b>III. Total Revenue (I + II)</b>		<b>36536453</b>		<b>10067030</b>
<b>IV. Expenses:</b>				
Purchases	2.17	<b>30687610</b>		-Nil-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.18	<b>(2192203)</b>		-Nil-
Employee Benefits Expense	2.19	<b>2162000</b>		2393566
Depreciation and amortization expense	2.6	<b>1228720</b>		3359651
Other Expenses	2.20	<b>2608386</b>		2943107
Loss on Sale of Shares		<b>-Nil-</b>		15205
<b>Total Expenses</b>		<b>34494513</b>		<b>8711530</b>
<b>V. Profit Before Tax (V-VI)</b>		<b>2041940</b>		1355501
<b>VI. Tax Expense:</b>				
(1) Current Tax		<b>539589</b>		965520
(2) Deferred Tax		<b>(6380)</b>		(592437)
<b>VII. Profit for the period</b>		<b>533209</b>		373083
<b>VIII. Earning Per Share</b>				
Basic		<b>0.19</b>		0.12
Diluted		<b>0.19</b>		0.12
<b>IX. Number of Shares used for EPS working</b>				
Basic		<b>8100000</b>		8100000
Diluted		<b>8100000</b>		8100000
<b>Significant Accounting Policies and Notes to Accounts</b>	<b>1 &amp; 2</b>			

As per our report of even date,  
for K. VENKATESWARA RAO & ASSOCIATES,  
Chartered Accountants,

for and on behalf of the Board,

CA. K. VENKATESWARA RAO,  
Proprietor.  
M.No. 027305  
Firm Regn. No. 006374S

ARUN KUMAR BHANGADIA,  
(DIN 00021024)  
Managing Director.

ARVIND KUMAR BHANGADIA,  
(DIN 00015838)  
Director.

Place : Hyderabad,  
Date : 19th May, 2017.

VANI MANDA  
Chief Financial Officer

JYOTHI KAKANI  
Company Secretary

**STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2017**
*(Rs. In Lakhs)*

<b>Particulars</b>	<b>As at 31.03.2017</b>	<b>As at 31.03.2016</b>
<b>A. Cash Flow from Operating Activities:</b>		
Net Profit before Tax and Extraordinary Items	20.42	13.56
Adjustments for:		
Depreciation	12.29	33.60
Interest & Other Income	(1.32)	(3.50)
Loss on Sale of Assets	-Nil-	-Nil-
Profit on Sale of Investments/Shares	13.13	(4.02)
Operating profit before Working Capital Changes	<b>44.52</b>	<b>39.64</b>
Adjustments for:		
Trade and Other receivables	(119.84)	173.29
Inventories	(21.92)	-Nil-
Trade payables	(4.62)	(0.52)
Cash generated from Operations	<b>(146.38)</b>	<b>172.77</b>
Cash flow before Extraordinary Items	(101.86)	212.41
Extraordinary Items and Tax	(5.40)	(9.66)
<b>Net Cash used for Operating activities</b>	<b>(107.26)</b>	<b>202.75</b>
<b>B. Cash Flow from Investing Activities:</b>		
Purchase of Fixed Assets	(15.84)	(14.00)
Sale of Fixed Assets	-Nil-	-Nil-
Capital Work in progress	8.27	(8.27)
Sale of Current Investments	151.02	(164.16)
Purchase of Investments	(47.54)	7.50
Increase / (Decrease) in Deposits	0.00	(0.38)
Interest & Other Income	1.32	3.50
<b>Net Cash flow from Investing activities</b>	<b>97.24</b>	<b>(175.81)</b>
<b>C. Cash Flow from Financing Activities:</b>		
Increase in Share Capital	-Nil-	-Nil-
Increase in Share Premium	-Nil-	-Nil-
Increase / Decrease in Long Term Borrowings	-Nil-	-Nil-
Share Issue and Preliminary Expenses	-Nil-	-Nil-
Dividends Paid	-Nil-	-Nil-
<b>Net Cash flow from Financing activities</b>	<b>-Nil-</b>	<b>-Nil-</b>
<b>Net Increase in Cash and Cash Equivalents</b>	<b>(10.02)</b>	<b>26.94</b>
Cash and Cash Equivalents as at (Opening Balance)	44.42	17.48
Cash and Cash Equivalents as at (Closing Balance)	<b>34.40</b>	<b>44.42</b>

We have verified the above Cash Flow Statement of **TRIMURTHI LIMITED**, (Formerly known as Trimurthi Drugs & Pharmaceuticals Limited) for the year ended on 31st March, 2017, which has been derived from the audited annual accounts after making such adjustments / groupings as were considered appropriate and found the same to be true and correct.

*As per our report of even date,*  
**for K. VENKATESWARA RAO & ASSOCIATES,**  
Chartered Accountants,

for and on behalf of the Board,

**CA. K. VENKATESWARA RAO,** **ARUN KUMAR BHANGADIA,** **ARVIND KUMAR BHANGADIA,**  
**Proprietor.** **(DIN 00021024)** **(DIN 00015838)**  
M.No. 027305 Managing Director. Director.  
Firm Regn. No.006374S

Place : Hyderabad,  
Date : 19th May, 2017

**Vani Manda**  
Chief Financial Officer

**Jyothi Ramesh Kakani**  
Company Secretary

## SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

(1 & 2)

### 1. SIGNIFICANT ACCOUNTING POLICIES:

#### 1.1 Basis of Preparation of Financial Statements:

- i. The Financial Statements are prepared under the historical cost convention on the “Accrual Concept” of accountancy in accordance with the accounting principles generally accepted in India and they comply with the Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2017 and other pronouncement issued by the Institute of Chartered Accountants of India (ICAI), to the extent applicable, and with the applicable provisions of the Companies Act, 2013.
- ii. Accounting Policies not specifically referred to otherwise are consistent and in consonance with the generally accepted accounting principles followed by the Company.

#### 1.2 Basis of Accounting:

All Income and Expenditure items are recognized on accrual basis.

#### 1.3 Fixed Assets & Depreciation:

- (i) Fixed Assets are valued at cost less Depreciation. Cost includes all expenses incurred for acquisition of assets and the expenditure incurred for renovation on leased premises has been Capitalized. Intangible assets represents consideration paid for acquisition of such assets and also includes amortized cost of merger expenses.
- (ii) The Company provides Depreciation on Tangible assets on straight line method based on the useful life as prescribed under Schedule II of the Companies Act, 2013. Intangible Assets are amortized over their estimated economic life of 10 years.

#### 1.4 Inventories:

Closing stock had been valued at Cost or Market value whichever is lower.

#### 1.5 Retirement Benefits:

Employees post retirement benefits such as Gratuity, Pension and leave Encashment will be accounted as and when it arises.

#### 1.6 Impairment of Assets:

No asset was identified as impaired during the year.

## 1.7 **Cash Flow Statement:**

The Cash Flow Statement is prepared by the “Indirect Method” set out in Accounting Standard (AS) – 3 on “Cash Flow Statements” and presents the cash flows by operating, investing and financing activities of the company. Cash and Cash equivalents presented in the Cash Flow Statement consist of cash on hand, with Banks in current accounts and demand deposit.

## 1.8 **Foreign Exchange Transactions:**

There were no foreign exchange transactions during the year.

## 1.9 **Changes in Accounting Policies:**

Accounting Policies have been consistently applied where a newly issued Accounting Standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use, Management evaluates all recently issued or revised Accounting Standards on an ongoing basis and accordingly changes the Accounting Policies as applicable.

## 1.10 **Taxes on Income:**

Current tax determined based on the amount of tax payable in respect of taxable Income for the period. Deferred tax is recognized on timing differences being the difference between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. During the current period the timing difference has arisen due to change in depreciation rates.

## 1.11 **Investments:**

Long Term Investments are stated at cost less any diminution in the value other than temporary. Current Investments are stated at cost.

As per our report of even date,  
For K. VENKATESHWARA RAO & ASSOCIATES  
Chartered Accountants

For and on behalf of the Board

CA. K. VENKATESHWARA RAO  
PROPRIETOR  
M.NO. 027305  
FIRM REGN. NO. 006374S

ARUN KUMAR BHANGADIA  
Managing Director  
(DIN: 00021024)

ARVIND KUMAR BHANGADIA  
DIRECTOR.  
(DIN: 00015838)

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.1 SHARE CAPITAL:**

Particulars	As on 31-03-2017	As on 31-03-2016
<b>(A) Authorised Capital:</b> 2,00,00,000 Equity shares of Rs.10/- each	<b>200000000</b>	<b>200000000</b>
<b>(B) Issued, Subscribed &amp; Paid up Capital:</b> 81,00,000 Equity Shares of Rs. 10/- each fully paid	<b>81000000</b>	<b>81000000</b>

**(C) Reconciliation of Number of Shares Outstanding at the beginning and end of Reporting Period**

Particulars	As on 31-03-2017		As on 31-03-2016	
	Number	Amount (Rs.)	Number	Amount (Rs.)
Shares Outstanding at the beginning of the year				
<u>Add:</u> Shares Issued during the year	<b>8100000</b> -Nil-	<b>81000000</b> -Nil-	8100000	8100000 -Nil-
<u>Less:</u> Shares bought back during the year	<b>8100000</b> -Nil-	<b>81000000</b> -Nil-	8100000	8100000 -Nil-
<b>Shares outstanding at the end of the year</b>	<b>8100000</b>	<b>81000000</b>	<b>8100000</b>	<b>8100000</b>

**(D) Names of Persons who are holding more than 5% Shares in the Paid up Capital:**

Name of the Shareholder	As at 31st March 2017		As at 31st March 2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Arun Kumar Bhangadia	<b>1542200</b>	<b>19.04</b>	1542200	19.04%
Smt. Kiran Bhangadia	<b>1349500</b>	<b>16.66</b>	1349500	16.66%
Mahaveer Infoway Limited	<b>750000</b>	<b>9.26</b>	750000	9.26%
TDPL Health Care (India) Limited	<b>1430000</b>	<b>17.65</b>	1430000	17.65%
	<b>5071700</b>	<b>62.61</b>	<b>5071700</b>	<b>62.61%</b>

(E) Other information required to be disclosed under 6(A)(h), (i), (j), (k), (l) is Nil.

**2.2 RESERVES AND SURPLUS:**

Particulars	As on 31-03-2017	As on 31-03-2016
<b>(A) General Reserve:</b> Opening Balance <u>Add:</u> Transfers during the year <u>Less:</u> Depreciation Adjusted as per New Provisions Companies Act 2013	<b>1931710</b> <b>150873</b> -Nil-	1833467.91 98241.78 -Nil-
	<b>2082583</b>	<b>1931710</b>
	<b>12150000</b>	12150000
	<b>12150000</b>	<b>12150000</b>
<b>(B) Securities Premium</b> on Issue of Shares at premium of Rs. 9/- per Share		
<b>(C) Profit &amp; Loss Account:</b> Opening Balance <u>Add:</u> Net Profit for the Current Year <u>Less:</u> Transferred to General Reserve	<b>19327347</b> <b>1508731</b> 20836077 <b>150873</b> 20685204	18443171 982418 19425588 98242 19327347
<b>Total (A) + (B) + (C)</b>	<b>34917787</b>	<b>33409056</b>

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.3 DEFERRED TAX LIABILITIES:**

Particulars	As on 31-03-2017	As on 31-03-2016
Opening deferred Tax Liability	<b>234518</b>	826955
Add/(Less) : Timing Differences on account of:		
(a) Differences in Depreciation Rates	<b>(6380)</b>	(592437)
<b>Net deferred Tax Liability</b>	<b>228138</b>	<b>234518</b>

**2.4 OTHER CURRENT LIABILITIES:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) Unpaid Dividends	<b>398454</b>	534796
(b) Other Payables		
(i) Outstanding expenses	<b>159568</b>	205449
(ii) TDS Payable	<b>15129</b>	14765
(c) Creditors for Expenses	<b>6423</b>	-Nil-
(d) F & O Trading	<b>139785</b>	-Nil-
	<b>719359</b>	<b>755010</b>

**2.5 SHORT TERM PROVISIONS:**

Particulars	As on 31-03-2017	As on 31-03-2016
Provision for Income Tax	<b>539589</b>	965520
	<b>539589</b>	<b>965520</b>

## 2.6

## STATEMENT OF FIXED ASSETS &amp; DEPRECIATION

(Amount in Rupees)

Sl. No.	Particulars	GROSS BLOCK			ACCUMULATED DEPRECIATION			NET BLOCK	
		Balance as at 31-03-2016	Additions/ (Disposals)	Balance as at 31-03-2017	Balance as at 31-03-2016	For the Year	Adj.	Balance as at 31-03-2017	Balance as at 31-03-2016
<b>(A) Tangible Assets</b>	1 Property at Kothur	1020605	-Nil-	1020605	-Nil-	-Nil-	-Nil-	1020605	1020605
	2 Building & Civil Works	1430853	1434441	2865294	860811	212954	-Nil-	1073765	570042
	3 Plant and Machinery	456562	-Nil-	456562	144464	33208	-Nil-	177672	312098
	4 Furniture & Fittings	1348481	-Nil-	1348481	636011	119635	-Nil-	755646	712470
	5 Office Equipment	890266	59550	949816	777161	35280	-Nil-	812441	113105
	6 Vehicles	6715461	63478	6778939	4252071	700997	-Nil-	4953068	2463390
	7 Computer and Printer	1440047	18000	1458047	1395881	30796	-Nil-	1426677	44166
		<b>13302275</b>	<b>1575469</b>	<b>14877744</b>	<b>8066399</b>	<b>1132870</b>	<b>-Nil-</b>	<b>9199269</b>	<b>5678475</b>
<b>(B) Intangible Assets:</b> Others (Merger Expenses)	8	20000000	-Nil-	20000000	20000000	-Nil-	-Nil-	20000000	-Nil-
	9 Website	59750	-Nil-	59750	59650	-Nil-	-Nil-	59650	100
	10 Computer Software	713414	8050	721464	415770	95849	-Nil-	511619	297644
		<b>713414</b>	<b>8050</b>	<b>721464</b>	<b>20475420</b>	<b>95849</b>	<b>-Nil-</b>	<b>20571269</b>	<b>209945</b>
<b>TOTAL:</b>		<b>14015689</b>	<b>1583519</b>	<b>15599208</b>	<b>28541819</b>	<b>1228720</b>	<b>-Nil-</b>	<b>29770538</b>	<b>5888420</b>
		<b>12616159</b>	<b>1399530</b>	<b>14015689</b>	<b>23938459</b>	<b>3359651</b>	<b>-Nil-</b>	<b>28541819</b>	<b>5533620</b>
									<b>7493740</b>

**2.7 NON CURRENT INVESTMENTS:**

Particulars	As on 31-03-2017	As on 31-03-2016
<b><u>Investment in Shares:</u></b>		
<b><u>Unquoted:</u></b>		
(i) Investment in 295000 Shares of Trimurthi Pharmaceuticals India Pvt. Ltd.) (Face Value of Rs.10/- each, Unquoted and Valued at Cost)	<b>2950000</b>	2950000
(ii) Investment in 1250000 Shares of Trimurthi Foods Limited (Face Value of Rs.10/- each, Unquoted and Valued at Cost)	<b>12500000</b>	10530000
<b><u>Quoted:</u></b>		
(i) Investment in 20,000 Shares of Matra Kaushal Enterprise Limited (Face Value of Rs.10/- each, Quoted at Rs.5.60/- and Valued at Cost)	<b>200000</b>	200000
(ii) Investment in 3,000 Shares of Laurus Labs Limited (Face Value of Rs.10/- each, Quoted at Rs.515/- and Valued at Cost)	<b>1284000</b>	-Nil-
<b><u>Others:</u></b>		
(i) Investment in 1,50,000 Units of ICICI Prudential Mutual Funds (Face Value of Rs.10/- each)	<b>1500000</b>	-Nil-
	<b>18434000</b>	<b>13680000</b>

**2.8 LONG TERM LOANS & ADVANCES:**

Particulars	As on 31-03-2017	As on 31-03-2016
<b><u>Security Deposits:</u></b>		
Unsecured and Considered Good	<b>2090000</b>	2090000
	<b>2090000</b>	<b>2090000</b>

**2.9 OTHER NON CURRENT ASSETS:**

Particulars	As on 31-03-2017	As on 31-03-2016
Debtors Outstanding for a period of More than One Year (Unsecured and Considered Good)	-Nil-	223972
	-Nil-	<b>223972</b>

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.10 CURRENT INVESTMENTS**

Particulars	As on 31-03-2017	As on 31-03-2016
<b><u>Investment in Shares:</u></b>		
<b><u>Quoted:</u></b>		
(i) 300 Shares of Sun Pharmaceuticals Ind. (Face Value of Rs.10/- each, Quoted at Rs.811.6/- and Valued at Cost)	-Nil-	244624
(ii) 8000 Shares of Bharat Heavy Electrical Limited (Face Value of Rs.10/- each, Quoted at Rs.811.6/- and Valued at Cost)	-Nil-	865943
(iii) 12000 Shares of JBF Industries Limited (Face Value of Rs.10/- each, Quoted at Rs.182.75/- and Valued at Cost)	-Nil-	2551522
(iv) 2000 Shares of Butterfly Gandhi App Limited (Face Value of Rs.10/- each, Quoted at Rs.166.4/- and Valued at Cost)	-Nil-	391140
(v) 500 Shares of Butterfly Gandhi App Limited (Face Value of Rs.10/- each, Quoted at Rs.166.4/- and Valued at Cost)	-Nil-	99750
(vi) 4000 Shares of NMDC Limited (Face Value of Rs.10/- each, Quoted at Rs.97.95/- and Valued at Cost)	-Nil-	405755
(vii) 8000 Shares of Steel Authority of India Limited (Face Value of Rs.10/- each, Quoted at Rs.43/- and Valued at Cost)	-Nil-	356907
<b><u>Others:</u></b>		
(i) Investment in Kotak Mutual Fund	-Nil-	11500000
	<b>-Nil-</b>	<b>16415642</b>

**2.11 TRADE RECEIVABLES:**

Particulars	As on 31-03-2017	As on 31-03-2016
Debtors outstanding for a period not exceeding 6 months Unsecured Considered Good	<b>3970063</b>	73301
	<b>3970063</b>	<b>73301</b>

**2.12 CASH & CASH EQUIVALENTS:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) Bank Balances in		
(i) Current Accounts	<b>1329889</b>	3821381
(ii) Fixed deposits with		
Less than 12 months maturity	<b>1500000</b>	-Nil-
(iii) Unpaid Dividend Accounts	<b>398454</b>	534796
(b) Cash on Hand		
	<b>3228343</b>	4356177
	<b>211852</b>	85519
	<b>3440195</b>	<b>4441696</b>

**2.13 SHORT TERM LOANS & ADVANCES:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) <b>Loans to Unrelated Parties</b> Unsecured and considered good	<b>64095244</b>	59971553
(b) <b>Other Advances:</b>		
(i) Advances for Property (Unsecured)	<b>16025000</b>	11905000
(ii) Other Advances (Unsecured)	<b>169886</b>	80846
	<b>80290130</b>	<b>71957399</b>

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.14 OTHER CURRENT ASSETS:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) Advance Tax & TDS	<b>768753</b>	790363
(b) IT Refund	<b>331110</b>	331110
	<b>1099863</b>	<b>1121473</b>

**2.15 REVENUE FROM OPERATIONS:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) Sale of Shares	<b>28829474</b>	-Nil-
(b) Net Profit on Dealing In F&O	<b>118336</b>	-Nil-
(c) Dividend on Shares in Trade	<b>1350</b>	-Nil-
(d) Interest Income on Loans and Advances	<b>6141713</b>	9299738
	<b>35090874</b>	<b>9299738</b>

**2.16 OTHER INCOME:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) Dividend on Investments	<b>24350</b>	93160
(b) Interest on FDRs	<b>107829</b>	-Nil-
(c) Income from Mutual Fund	<b>-Nil-</b>	256472
(d) Profit on Sale of shares	<b>-Nil-</b>	417660
(e) Profit on Sale of Investments	<b>1313400</b>	-Nil-
	<b>1445579</b>	<b>767292</b>

**2.17 PURCHASES:**

Particulars	As on 31-03-2017	As on 31-03-2016
Purchase of Shares	<b>30687610</b>	8199
	<b>30687610</b>	<b>8199</b>

**2.18 CHANGES IN INVENTORY:**

Particulars	As on 31-03-2017	As on 31-03-2016
<b>Finished Goods</b>		
Opening Stock of Shares <u>Less:</u> Closing Stock of Traded Goods	<b>-Nil- 2192203</b>	<b>-Nil- -Nil-</b>

**2.19 EMPLOYEE BENEFITS EXPENSE:**

Particulars	As on 31-03-2017	As on 31-03-2016
Salaries	<b>662000</b>	939400
Directors Remuneration	<b>1500000</b>	1454166
	<b>2162000</b>	<b>2393566</b>

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.20 OTHER EXPENSES:**

Particulars	As on 31-03-2017	As on 31-03-2016
Audit Fees	<b>138000</b>	143125
Bank Charges	<b>2307</b>	9429
Boarding & Lodging Expenses	<b>26330</b>	9896
General Expenses	<b>15310</b>	6675
Electricity Expenses	<b>33592</b>	8492
Demat Charges	<b>18831</b>	28140
Donation	<b>431000</b>	10000
Insurance Charges	<b>111078</b>	76031
Listing Fee (Annual fee)	<b>284781</b>	292813
License & Fees	<b>98125</b>	57950
Postage & Courier Charges	<b>22865</b>	54360
Printing & Stationery	<b>139480</b>	73730
Professional Charges	<b>219577</b>	309581
Rates & Taxes	<b>48246</b>	90528
Rent	<b>300000</b>	165000
Repairs & Maintenance	<b>198544</b>	342159
Vehicle Fuel Expenses	<b>118599</b>	191004
Telephone & Internet Expenses	<b>51434</b>	45827
Travelling Expenses	<b>233448</b>	277891
Advertisement Expenses	<b>111091</b>	158065
Business Promotion Expenses	<b>-Nil-</b>	18500
Bad Debts Written Off	<b>-Nil-</b>	573911
E-Voting Charges to NSDL	<b>5750</b>	-Nil-
	<b>2608386</b>	<b>2943107</b>

**2.21 Disclosure of Remuneration to Auditors:**

Particulars	2016-17 Amount (Rs.)	2015-16 Amount (Rs.)
Statutory Audit Fees	<b>1,00,000</b>	1,00,000
Tax Audit Fee	<b>20,000</b>	20,000
Certification Fee	<b>5,000</b>	5,000
Reimbursement of Service Tax	<b>18,000</b>	18,125
<b>Total</b>	<b>1,38,000</b>	<b>1,43,125</b>

**2.22 Accounting Standard 18 Related Party Disclosure:**

As per Accounting Standard -18 issued by the Institute of Chartered Accountants of India, the company's related parties with whom the company has entered into transactions during the year in the ordinary course of business, as certified by the Management are discussed below:

Name of the Person	Relationship	Amount (Rs.)	Nature of Transaction
Arun Kumar Bhangadia	Executive Director	<b>15,00,000</b>	Remuneration
Arun Kumar Bhangadia	Executive Director	<b>60,000</b>	Rent
Kiran Bhangadia	Director's Relative	<b>60,000</b>	Rent

a) The Management of the Company feels that the rent paid to above related parties was reasonable when compared to prevailing market prices in the similar areas.

### 2.23 Earning Per Share:

Basic EPS before extraordinary items	Rs. 0.19
Diluted EPS before extraordinary items	Rs. 0.19

### 2.24 Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognized for liabilities that can be measured only by using a substantial degree of Estimation, if the company has a present obligation as a result of past event, a probable outflow of Resource is expected to settle the obligation and the amount of obligation can be really estimated.

An amount of Rs.2,88,000/- has identified as a contingent liability on account of dispute in title of a Motor Car purchased by the company. The company has filed a case in the Hon'ble High court of Andhra Pradesh which is pending for disposal.

Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance sheet Date.

### 2.25 Denominations:

During the year, the company had specified Bank Notes (SBNs) or other denominations as defined. In the MCA notification, G.S.r. 308(e), dated March 31, 2017. The Details of SBNs held and Transacted during the period from November 8, 2016 to December 30, 2016, the denomination wise SBNs and other notes as per the notification are as follows:

Particularas	SBNs	Other Denominations Notes	Total
Closing cash in hand as on 08.11.2016	35000-00	9262.50	3,59,262.50
(+) Permitted receipts	-	50,000-00	50,000-00
(-) Permitted payments	-	21,209-00	21,209-00
(-) Amount deposited in Banks	3,50,000-00	-	3,50,000-00
Closing cash in hand as on 30.12.2016	-	38,053.50	38,053.50

## 2.25 Segment Reporting:

As per the Accounting Standard -17 Segment Reporting is furnished hereunder:

(Rupees in Lakhs)

Particulars	Amount 31.03.2017	Amount 31.03.2016
<b>Revenue</b>		
(1) Pharma Business	0.00	0.00
(2) Financial Activity	61.42	93.00
(3) Investment Activity	14.46	7.52
(4) Trading in shares	289.49	0.00
<b>Total:</b>	<b>365.37</b>	<b>100.52</b>
<b>Results</b>		
(1) Pharma Business	0.00	0.00
(2) Financial Activity	37.02	6.32
(3) Investment Activity	13.97	7.24
(4) Trading in shares	-30.57	0.00
<b>Total:</b>	<b>20.42</b>	<b>13.56</b>
<b>Capital Employed</b>		
(1) Pharma Business	0.00	0.00
(2) Financial Activity	640.95	842.40
(3) Investment Activity	184.34	301.69
(4) Trading in shares	334.14	0.00
<b>Total:</b>	<b>1159.43</b>	<b>1144.09</b>

**Note:** In the segment reporting, common assets that are used interchangeable not allocated to the individual segments above.

## 2.27 Taxes of Income:

Current Year Income Tax amounting to Rs.5,39,589/- has been recognized as per the Tax rates applicable for the year. Deferred Tax (Asset) amounting to Rs. (6,380) has been recognized due to the differences arising on account of Depreciation, Amortized of Expenses and losses on sale of Assets.

- 2.28 In the option of the Directors, Current assets, Loans, and Advances have the value at which they are Stated in the Balance Sheet, if realized in the ordinarily course of the Business.
- 2.29 Balances of Sundry Debtors, Loans and Advances are Subject to Confirmation.
- 2.30 The company has made the payments to units covered Micro, small and Medium Enterprises Development act, 2006 in due time. There are no outstanding balances due to these units at the closure of the accounting year.
- 2.31 Previous year figures have been regrouped and rearranged wherever found necessary, to be in confirmative with current year classification.



**TRIMURTHI LIMITED**

TRIMURTHI GROUP CIN: (L67120TG1994PLC018956) (Formerly known as Trimurthi Drugs & Pharmaceuticals Limited)

2.32 Paises are rounded off to the nearest rupee.

As per our report of even date,

For **K.VENKATESWARA RAO & ASSOCIATES**  
Chartered Accountants

for and on behalf of the Board

Sd/-

Sd/-

**CA. K. VENKATESWARA RAO**  
**Proprietor**  
M.No. 027305  
Firm Regn. No. 006374S

Place : Hyderabad,  
Date : 19/05/2017

**ARUN KUMAR BHANGADIA**  
Managing Director  
(DIN: 00021024)

Sd/-

**ARVIND KUMAR BHANGADIA**  
Director  
(DIN:00015838)

## Independent Auditors' Report on Consolidated Financial Statements

**To The Board of Directors of Trimurthi Limited ( Formerly known as Trimurthi Drugs & Pharmaceuticals limited ).**

### Report on Consolidated Financial Statements

I have audited the accompanying consolidated financial statements of Trimurthi Limited (Formerly known as Trimurthi Drugs & Pharmaceuticals Limited ) ('the Holding Company') and its subsidiaries, which comprise the consolidated balance sheet as at 31 March 2017, the consolidated statement of profit and loss and consolidated cash flows statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Consolidated Financial Statements:

Management is responsible for the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility:

My responsibility is to express an opinion on these consolidated financial statements based on my audit. I conducted audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls systems over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

### Opinion:

In my opinion and to the best of my information and according to the explanations given to me, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (I) In the case of the consolidated balance sheet, of the state of affairs of the Company as at 31 March 2017;
- (ii) In the case of the consolidated statement of profit and loss, of the profit for the year ended on that date; and
- (iii) In the case of the consolidated cash flow statement, of the cash flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements:

As required by Section 143(3) of the Act, we report, to the extent applicable, that:

- a. I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of audit of the aforesaid consolidated financial statements.
- b. In my opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from examination of those books.
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d. In my opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2017 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigation on its financial position in its financial statements- for details refer to note no.2.27 to the financial statements.
- ii. As the company has not foreseen any material losses, no provision has been made as required under any law or accounting standard on long term contracts including derivative contracts.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. The Company has provided requisite disclosures in its consolidated financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 2.28 to the consolidated financial statements.

**For K.VENKATESWARA RAO & ASSOCIATES**

**CHARTERED ACCOUNTANTS**

**FRN 006374S**

**Place : Hyderabad,  
Date : 19.05.2017**

**(K.VENKATESWARA RAO)  
(PROPRIETOR)  
M.NO.027305**

## Annexure to the Auditors' Report

### Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with my audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2017, I have audited the internal financial controls over financial reporting of Trimurthi Limited (Formerly known as Trimurthi Drugs & Pharmaceuticals Limited) ("the Holding Company") and its subsidiary companies which are companies incorporated in India, as of that date.

#### Management's Responsibility for Internal Financial Controls

The Respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### Auditors' Responsibility

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

## Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In my opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For K.VENKATESWARA RAO & ASSOCIATES**

**CHARTERED ACCOUNTANTS**

**FRN 006374S**

**(K.VENKATESWARA RAO)**

**(PROPRIETOR)**  
**M.NO.027305**

**PLACE: HYDERABAD**

**DATE: 19.05.2017**

**CONSOLIDATED BALANCE SHEET AS ON 31-03-2017**

(Amount in Rupees)

PARTICULARS	Note Number	Figures as at the end of current reporting period 31-03-2017	Figures as at the end of previous reporting period 31-03-2016
<b>EQUITY AND LIABILITIES:</b>			
<b>A. Share Holders' Funds:</b> (a) Share Capital (b) Reserves & Surplus	2.1 2.2	<b>81000000</b> <b>34401520</b>	81000000 34511303
<b>B. Share Application Money Pending Allotment</b>		<b>115401520</b>	115511303
<b>C. Minority Interest</b>		<b>3647567</b>	-Nil-
<b>D. Non Current Liabilities</b> (a) Long Term Borrowings (b) Deferred Tax Liabilities (Net) (c) Other Long Term Liabilities (d) Long Term Provisions	2.3 2.4	<b>9553437</b> <b>706461</b> -Nil- -Nil-	-Nil- 238307 -Nil- -Nil-
<b>E. Current Liabilities</b> (a) Short Term Borrowings (b) Trade Payables (c) Other Current Liabilities (d) Short Term Provisions	2.5 2.6 2.7	<b>10259898</b> <b>-Nil-</b> <b>5704247</b> <b>1317003</b> <b>1134754</b>	238307
		<b>8156004</b>	6529447
		<b>137464990</b>	<b>127350718</b>
<b>ASSETS:</b>			
<b>A. Non Current Assets</b> (a) Fixed Assets: (i) Tangible Assets (ii) Intangible Assets (iii) Capital Work In Progress (iv) Intangible Assets under development	2.8 2.9 2.10	<b>20644831</b> <b>324429</b> -Nil- -Nil-	6653637 327578 2629489 -Nil-
(b) Non Current Investments	2.11	<b>20969260</b>	9610704
(c) Long Term Loans & Advances	2.12	<b>3284000</b>	500000
(d) Other Non Current Assets	2.13 2.14 2.15 2.16	<b>2090000</b> <b>813402</b> <b>80220244</b> <b>1861275</b>	2090000 761269
<b>B. Current Assets</b> (i) Current Investments (i) Inventories-Traded Finished Goods (ii) Trade Receivables (iii) Cash & Cash Equivalents (iv) Short Term Loans & Advances (v) Other Current Assets	2.11 2.12 2.13 2.14 2.15 2.16	<b>27156661</b> <b>-Nil-</b> <b>10012895</b> <b>12279676</b> <b>5934240</b> <b>110308329</b>	12961973
<b>Total:</b>	1 & 2	<b>137464990</b>	<b>114388745</b> <b>127350718</b>
Significant Accounting Policies and Notes to Accounts			

**for K. VENKATESWARA RAO & ASSOCIATES,**  
Chartered Accountants,

**for & on behalf of the Board,**
**CA. K. VENKATESWARA RAO,**  
Proprietor.  
M.No. 027305  
Firm Regn. No.006374S

Place : Hyderabad,  
Dated : 19th May, 2017.

**ARUN KUMAR BHANGADIA,**  
(DIN 00021024)  
Managing Director.

**Vani Manda**  
Chief Financial Officer

**ARVIND KUMAR BHANGADIA,**  
(DIN 00015838)  
Director.

**Jyothi Ramesh Kakani**  
Company Secretary

**CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED ON 31-03-2017**

(Amount in Rupees)

<b>PARTICULARS</b>	<b>Note Number</b>	<b>Figures for the current reporting period ended 31-03-2017</b>		<b>Figures for the previous reporting period ended 31-03-2016</b>	
<b>I. Revenue from Operations</b>	2.17		<b>91863558</b>		57159267
<b>II. Other Income</b>	2.18		<b>1686316</b>		1337923
<b>III. Total Revenue (I + II)</b>			<b>93549873</b>		<b>58497190</b>
<b>IV. Expenses:</b>					
Purchases	2.19		<b>75224889</b>		41189207
Cost of material consumed	2.20		<b>2886219</b>		
Manufacturing Expenses			<b>2005214</b>		-Nil-
Changes in Inventories of finished goods, work-in-progress and Stock-in-Trade	2.21		<b>(2511658)</b>		(64175)
Employee Benefits Expense	2.22		<b>6260600</b>		604322
Finance Cost	2.23		<b>501835</b>		6134
Depreciation and amortization expense			<b>1910278</b>		3507513
Other Expenses	2.24		<b>5335518</b>		4467301
Loss on dealing of Futures and options			<b>-Nil-</b>		15205
<b>Total Expenses</b>			<b>91612896</b>		<b>55164407</b>
<b>V. Profit Before Prior Period Items and Tax (V-VI)</b>			<b>1936978</b>		3332783
<b>VI. Prior Period Expenditure</b>			<b>-Nil-</b>		(917109)
<b>VII. Profit before Tax</b>			<b>1936978</b>		2415674
<b>VI. Tax Expense:</b>					
(1) Current Tax			<b>1134754</b>		
(2) Deferred Tax			<b>468154</b>		
			<b>1602908</b>		1120158
<b>VII. Profit for the period</b>			<b>334070</b>		1295516
<b>VIII. Minority Interest</b>			<b>443853</b>		304321
<b>IX. Profit After Minority Interest</b>			<b>(109783)</b>		991195
<b>X. Earning Per Share</b>					
Basic			<b>(0.01)</b>		<b>0.12</b>
Diluted			<b>(0.01)</b>		<b>0.12</b>
<b>XI. Number of Shares used for EPS working</b>					
Basic			<b>8100000</b>		<b>8100000</b>
Diluted			<b>8100000</b>		<b>8100000</b>
Significant Accounting Policies and Notes to Accounts	1 & 2				

**for K. VENKATESWARA RAO & ASSOCIATES,**  
Chartered Accountants,

**for & on behalf of the Board,**
**CA. K. VENKATESWARA RAO,**  
Proprietor.  
M.No. 027305  
Firm Regn. No.006374S

**ARUN KUMAR BHANGADIA,**  
(DIN 00021024)  
Managing Director.

**ARVIND KUMAR BHANGADIA,**  
(DIN 00015838)  
Director.

Place : Hyderabad,  
Dated : 19th May, 2017.

**VANI MANDA**  
Chief Financial Officer

**JYOTHI KAKANI**  
Company Secretary

**CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2017**

Particulars	As at 31.03.2017	(Rs. In Lakhs) As at 31.03.2016
<b>A. Cash Flow from Operating Activities:</b>		
Net Profit before Tax and Extraordinary Items	19.37	24.16
Adjustments for:		
Depreciation & Amortization	15.32	35.08
Interest & Other Income	(0.04)	-Nil-
Profit on Sale of Investments	(13.13)	(4.02)
Dividend	(0.24)	
Operating profit before Working Capital Changes	<b>21.27</b>	<b>55.21</b>
Adjustments for:		
Increase / (Decrease) in Trade Receivables	(69.56)	13.63
Increase / (Decrease) in Other Current Assets	(83.37)	161.11
Increase / (Decrease) in Non Current Assets	(0.52)	0.51
Inventories	(54.47)	(0.64)
Increase / (Decrease) in Current Liabilities	16.27	(7.47)
Net Adjustments	<b>(191.65)</b>	<b>167.14</b>
Cash flow before Extraordinary Items	(170.38)	222.35
Extraordinary Items and Tax	(11.35)	(17.14)
<b>Net Cash used for Operating activities</b>	<b>(181.73)</b>	<b>205.21</b>
<b>B. Cash Flow from Investing Activities:</b>		
Purchase of Fixed Assets	(128.90)	(54.70)
Sale of Investments	164.16	(164.16)
Purchase of Investments	(14.71)	112.80
Increase / (Decrease) in Deposits	-Nil-	-Nil-
Interest & Other Income	0.28	-Nil-
<b>Net Cash flow from Investing activities</b>	<b>20.83</b>	<b>(106.05)</b>
<b>C. Cash Flow from Financing Activities:</b>		
Increase in Share Capital	-Nil-	-Nil-
Increase in Share Premium	-Nil-	-Nil-
Increase / Decrease in Long Term Borrowings	95.53	-Nil-
Share Issue and Preliminary Expenses	-Nil-	-Nil-
Dividends Paid	-Nil-	-Nil-
Capital Contribution from Minority Interest	(18.68)	22.43
<b>Net Cash flow from Financing activities</b>	<b>76.85</b>	<b>22.43</b>
<b>Net Increase in Cash and Cash Equivalents</b>	<b>(84.05)</b>	<b>121.59</b>
Cash and Cash Equivalents as at (Opening Balance)	143.39	21.79
Cash and Cash Equivalents as at (Closing Balance)	<b>59.34</b>	<b>143.39</b>

We have verified the above Cash Flow Statement of **TRIMURTHI LIMITED**, for the year ended on **31st March, 2017** which has been derived from the audited annual accounts after making such adjustments / groupings as were considered appropriate and found the same to be true and correct.

As per our report of even date,  
for **K. VENKATESWARA RAO & ASSOCIATES**,  
Chartered Accountants,

for and on behalf of the Board,

**CA. K. VENKATESWARA RAO,**  
Proprietor.  
M.No. 027305  
Firm Regn. No.006374S

Place : Hyderabad,  
Date : 19th May, 2017.

**ARUN KUMAR BHANGADIA,**  
(DIN 00021024)  
Managing Director.

**VANI MANDA**  
Chief Financial Officer

**ARVIND KUMAR BHANGADIA,**  
(DIN 00015838)  
Director.

**JYOTHI KAKANI**  
Company Secretary

## SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS ON CONSOLIDATED FINANCIAL STATEMENTS

(1 & 2)

### 1. SIGNIFICANT ACCOUNTING POLICIES:

#### 1.1 Basis of Preparation of Financial Statements:

- i. The Financial Statements are prepared under the historical cost convention on the “Accrual Concept” of accountancy in accordance with the accounting principles generally accepted in India and they comply with the Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2017 and other pronouncement issued by the Institute of Chartered Accountants of India (ICAI), to the extent applicable, and with the applicable provisions of the Companies Act, 2013.
- ii. Accounting Policies not specifically referred to otherwise are consistent and in consonance with the generally accepted accounting principles followed by the Company.
- iii. All Income and Expenditure items are recognised on accrual basis. However, Dividend Income is accounted for on Receipt Basis.

#### 1.2 Basis of Consolidation:

The Consolidated financial statements include the financial statements of M/s Trimurthi Limited (formerly known as Trimurthi Drugs & Pharmaceuticals Limited) (“TDPL” or the “parent company”), Trimurthi Foods Limited (referred as “the Company”) and Trimurthi Pharmaceuticals India Private Limited (referred as “the Company”), in which the parent company has more than one-half of the voting power of an enterprise.

The consolidated financial statements have been prepared on the following basis:

- The financial statements of the parent company and the subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances / transactions and resulting unrealised profits in full. The amounts shown in respect of reserves comprise the amount of the relevant reserves as per the balance sheet of the parent company and its share in the post-acquisition increase in the relevant reserves of the subsidiaries.
- The consolidated financial statements are presented, to the extent possible, in the same format as that adopted by the parent company for its separate financial statements.
- The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances

### 1.3 Fixed Assets & Depreciation:

- (I). Fixed Assets are carried at cost, less accumulated depreciation. Cost includes all expenses incurred by acquisition of assets and the expenditure incurred for renovation on leased premises has been capitalized. Intangible assets represent consideration paid for acquisition of such assets and also includes amortized cost of merger expenses.
- (ii). The company provides depreciation on tangible assets on straight line method based on the useful life as prescribed under Schedule-II of the companies Act, 2013. Intangible assets are amortized over the estimated economic life of 10 years.

### 1.4 Inventories:

Closing stock had been valued at Cost or Market Value whichever is lower.

### 1.5 Retirement Benefits:

Employees Post retirement benefits such as gratuity, pension and leave encashment will be accounted as and when it arises.

### 1.6 Impairment of assets:

No asset was identified as impaired during the year.

### 1.7 Cash Flow Statement:

The cash Flow statement is prepared by the “Indirect Method” set in Accounting Standard (AS) – 3 on “Cash Flow Statement” and presence the cash flows by operating, investing and financing activities of the company. Cash and cash Equivalents presented in the cash flow statement consist of cash on hand, with Banks in current accounts and demand deposits.

### 1.8 Foreign Exchange Transactions:

There were no foreign exchange transactions during the year.

### 1.9 Changes in Accounting Policies:

Accounting policies have been consistently applied where a newly issued Accounting Standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use, Management evaluates all recently issued or revised Accounting Standards on an on Going basis and accordingly changes the Accounting Policies as applicable.

### 1.10 Taxes on Income:

Current Tax Determined based on the amount of tax payable in respect of taxable income for the period. Deffered Tax is recognized on timing differences being the difference between the taxable income and that originate in one period and are capable of reversal in one or more subsequent periods. During the current period the timing difference has arisen due to change depreciation rates.

### 1.11 Investments:

Investments have been recorded at cost of acquisition. Temporary diminution in the value of the Investments has been ignored in accordance with the Accounting Standard.

**2 NOTES TO ACCOUNTS:**

(Amount in Rupees)

**2.1 SHARE CAPITAL:**

Particulars	As on 31-03-2017	As on 31-03-2016
<b>(A) Authorised Capital:</b> 2,00,00,000 Equity shares of Rs.10/- each	<b>200000000</b>	<b>200000000</b>
<b>(B) Issued, Subscribed &amp; Paid up Capital:</b> 81,00,000 Equity Shares of Rs. 10/- each fully paid	<b>81000000</b>	<b>81000000</b>

**(C) Reconciliation of Number of Shares Outstanding at the beginning and end of Reporting Period**

Particulars	As on 31-03-2017		As on 31-03-2016	
	Number	Amount (Rs.)	Number	Amount (Rs.)
Shares Outstanding at the beginning of the year	<b>8100000</b>	<b>81000000</b>	8100000	81000000
<u>Add:</u> Shares Issued during the year	<b>-Nil-</b>	<b>-Nil-</b>	-Nil-	-Nil-
<u>Less:</u> Shares bought back during the year	<b>8100000</b>	<b>81000000</b>	8100000	81000000
<b>Shares outstanding at the end of the year</b>	<b>8100000</b>	<b>81000000</b>	<b>8100000</b>	<b>81000000</b>

**(D) Names of Persons who are holding more than 5% Shares in the Paid up Capital:**

Name of the Shareholder	As at 31st March 2017		As at 31st March 2016	
	Nb. of Shares held	% of Holding	No. of Shares held	% of Holding
Arun Kumar Bhangadia	<b>1542200</b>	<b>19.04</b>	1542200	19.04%
Smt. Kiran Bhangadia	<b>1349500</b>	<b>16.66</b>	1349500	16.66%
Mahaveer Infoway Limited	<b>750000</b>	<b>9.26</b>	750000	9.26%
TDPL Health Care (India) Limited	<b>1430000</b>	<b>17.65</b>	1430000	17.65%
	<b>5071700</b>	<b>62.61</b>	<b>5071700</b>	<b>62.61%</b>

(E) Other information required to be disclosed under 6(A)(h), (i), (j), (k), (l) is Nil.

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.2 RESERVES AND SURPLUS:**

Particulars	As on 31-03-2017	As on 31-03-2016
<b>(A) General Reserve:</b> Opening Balance Add: Transfers during the year <u>Less:</u> Depreciation Adjusted as per New Provisions of Companies Act, 2013	<b>1931710</b> <b>150873</b> -Nil-	1833468 98242 -Nil-
	<b>2082583</b>	<b>1931710</b>
<b>(B) Securities Premium</b> on Issue of Shares at premium of Rs. 9/- per Share	<b>12150000</b>	12150000
	<b>12150000</b>	<b>12150000</b>
<b>(C) Capital Reserve:</b> Opening Balance Add: On Consolidation of Subsidiaries	<b>374449</b> -Nil-	144211 230239
	<b>374449</b>	<b>374449</b>
<b>(D) Profit &amp; Loss Account:</b> Opening Balance Add: Net Profit for the Current Year	<b>20055144</b> <b>(109783)</b>	19162191 991195
	<b>19945361</b> -Nil- -Nil- <b>150873</b>	<b>20153386</b> -Nil- -Nil- 98242
	<b>19794488</b>	<b>20055144</b>
<b>Total (A) + (B) + (C) + (D)</b>	<b>34401520</b>	<b>34511303</b>

**2.3 LONG TERM BORROWINGS:**

Particulars	As on 31-03-2017	As on 31-03-2016
<b>Term Loans</b> <b>Secured Loans from Banks and Financial Institutions:</b> Loan from APSFC (Secured by Mortage of Land and Personal guarantee of Directors, Repayable in 29 Quarterly installments)	<b>9553437</b>	'-Nil-

**2.4 DEFERRED TAX LIABILITIES:**

Particulars	As on 31-03-2017	As on 31-03-2016
Opening Deferred Tax Liability <u>Add/(Less)</u> : Timing Differences on account of: (a) Differences in Depreciation rates (b) Amortisation of Expenses under IT Act (c) Difference on adjustment of Schedule-II	<b>238307</b> <b>468154</b> -Nil- -Nil- -Nil-	831832 (593525) -Nil- -Nil-
<b>Net Deferred Tax Liability</b>	<b>706461</b>	<b>238307</b>

**2.5 TRADE PAYABLES:**

Particulars	As on 31-03-2017	As on 31-03-2016
Trade Payables	<b>5704247</b>	3697850

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.6 OTHER CURRENT LIABILITIES:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) <b>Current Maturities of Long Term Loans:</b>		
APFC Term Loan	<b>340000</b>	-Nil-
(b) Unpaid Dividends	<b>398454</b>	534796
(c) Other Payables		
(i) Outstanding Expenses	<b>402254</b>	561311
(ii) TDS Payable	<b>30086</b>	21807
(d) Creditors for Expenses	<b>6423</b>	-Nil-
(e) F&O Trading	<b>139785</b>	-Nil-
	<b>1317003</b>	<b>1117914</b>

**2.7 SHORT TERM PROVISIONS:**

Particulars	As on 31-03-2017	As on 31-03-2016
Provision for Income Tax	<b>1134754</b>	1713683
	<b>1134754</b>	<b>1713683</b>

**2.8 NON CURRENT INVESTMENTS:**

Particulars	As on 31-03-2017	As on 31-03-2016
<b>Investment in Shares:</b>		
<b>Quoted:</b>		
(a) 50,000 Shares of Kaushalya Global Limited (Face Value of Rs.10/- each, Quoted at Rs.5.60/- and Valued at Cost)	<b>500000</b>	500000
(b) Investment in 3,000 Shares of Laurus Labs Limited (Face Value of Rs.10/- each, Quoted at Rs.515/- and Valued at Cost)	<b>1284000</b>	-Nil-
<b>Others:</b>		
(a) Investment in ICICI Prudential	<b>1500000</b>	-Nil-
	<b>3284000</b>	<b>500000</b>

**2.9 LONG TERM LOANS & ADVANCES:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) <b>Security Deposits:</b> Unsecured and Considered Good	<b>2090000</b>	2090000
(b) Others	<b>-Nil-</b>	-Nil-
	<b>2090000</b>	<b>2090000</b>

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.10 OTHER NON-CURRENT ASSETS:**

Particulars	As on 31-03-2017	As on 31-03-2016
<b>Trade Receivables:</b> Debtors Outstanding for a period of More than One Year (Unsecured and Considered Good)	<b>751786</b>	321111
<b>Preliminary Expenditure:</b> Opening Balance Add: Preliminary Expenses for the Year	<b>440158</b> -Nil-	484183 77020
	<b>440158</b> <b>378542</b>	<b>561203</b> 121045
<b>Less:</b> Written Off	<b>61616</b>	<b>440158</b>
	<b>813402</b>	<b>761269</b>

**2.11 CURRENT INVESTMENTS**

Particulars	As on 31-03-2017	As on 31-03-2016
<b>Investment in Shares:</b> <b>Quoted:</b>		
(i) 300 Shares of Sun Pharmaceuticals Ind. (Face Value of Rs.10/- each, Quoted at Rs.811.6/- and Valued at Cost)	-Nil-	244624
(ii) 8000 Shares of Bharat Heavy Electrical Limited (Face Value of Rs.10/- each, Quoted at Rs.811.6/- and Valued at Cost)	-Nil-	865943
(iii) 12000 Shares of JBF Industries Limited (Face Value of Rs.10/- each, Quoted at Rs.182.75/- and Valued at Cost)	-Nil-	2551522
(iv) 2000 Shares of Butterfly Gandhi App Limited (Face Value of Rs.10/- each, Quoted at Rs.166.4/- and Valued at Cost)	-Nil-	391140
(v) 500 Shares of Butterfly Gandhi App Limited (Face Value of Rs.10/- each, Quoted at Rs.166.4/- and Valued at Cost)	-Nil-	99750
(vi) 4000 Shares of NMDC Limited (Face Value of Rs.10/- each, Quoted at Rs.97.95/- and Valued at Cost)	-Nil-	405755
(vii) 8000 Shares of Steel Authority of India Limited (Face Value of Rs.10/- each, Quoted at Rs.43/- and Valued at Cost)	-Nil-	356907
<b>Others:</b> (i) Investment in Kotak Mutual Funds	-Nil-	11500000
	<b>-Nil-</b>	<b>16415642</b>

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.12 INVENTORIES:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) Shares	<b>2192203</b>	-Nil-
(b) Raw Material	<b>604104</b>	-Nil-
(c) Finished Goods	<b>4884876</b>	4565421
(d) Packing Material	<b>2331712</b>	-Nil-
	<b>10012895</b>	<b>4565421</b>

**2.13 TRADE RECEIVABLES:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) Debtors outstanding for a period not exceeding 6 months Unsecured Considered Good	<b>12038520</b>	5323903
(b) Debtors outstanding for a period exceeding 6 months Unsecured Considered Good	<b>241157</b>	-Nil-
	<b>12279676</b>	<b>5323903</b>

**2.14 CASH & CASH EQUIVALENTS:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) Bank Balances in (i) Current Accounts (ii) Fixed Deposits with Less than 12 months maturity (iii) Unpaid Dividend Accounts	<b>2909278</b> <b>2102836</b> <b>398454</b>	4694754 8650904 534796
(b) Cash on Hand	<b>5410568</b> <b>523672</b> <b>5934240</b>	13880454 458478 <b>14338932</b>

**2.15 SHORT TERM LOANS & ADVANCES:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) <b>Loans to Unrelated Parties</b> Unsecured and considered good	<b>64095244</b>	59971553
(b) <b>Other Advances:</b> (i) Advances to Suppliers (Unsecured) (ii) Advances for Property (Unsecured) (iii) Advances to Employees and Others (Unsecured) (iv) Other Advances (Unsecured)	-Nil- <b>16025000</b> -Nil- <b>100000</b>	11911 12105000 80846 -Nil-
	<b>80220244</b>	<b>72169310</b>

**2.16 OTHER CURRENT ASSETS:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) Advance Tax & TDS	<b>1249429</b>	1242048.50
(b) IT Refund	<b>331110</b>	331110
(c) VAT Receivable	<b>194875</b>	1088
(e) Prepaid Insurance	<b>85861</b>	1292
	<b>1861275</b>	<b>1575539</b>

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.17 REVENUE FROM OPERATIONS:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) From Sale of Products	<b>55937913</b>	47082955
(b) From Sale of Shares	<b>28829474</b>	-Nil-
(c) Net Profit on Dealing In F&O	<b>118336</b>	-Nil-
(d) Interest Income	<b>6141713</b>	9299738
(e) Dividend on shares in trade	<b>1350</b>	-Nil-
(f) Commission on Sales	<b>834771</b>	776574
	<b>91863558</b>	<b>57159267</b>

**2.18 OTHER INCOME:**

Particulars	As on 31-03-2017	As on 31-03-2016
(a) Dividend on Investments	<b>24350</b>	93160
(b) Other Income / Chit Dividend / Commission	<b>-Nil-</b>	-Nil-
(c) Short Term Capital Gain on Sale of Shares	<b>-Nil-</b>	417660
(d) Income from Mutual Fund	<b>-Nil-</b>	256472
(e) Capital Gain on Sale of Investments	<b>1313399</b>	-Nil-
(g) Miscellaneous Income	<b>2500</b>	-Nil-
(h) Interest Received on FDs	<b>344596</b>	570631
(I) Round Off	<b>1470</b>	-Nil-
	<b>1686316</b>	<b>1337923</b>

**2.19 PURCHASES:**

Particulars	As on 31-03-2017	As on 31-03-2016
Purchase of Trading Goods	<b>44537279</b>	41189207
Purchase of Shares	<b>30687610</b>	-Nil-
	<b>75224889</b>	<b>41189207</b>

**2.20 COST OF MATERIAL CONSUMED:**

Particulars	As on 31-03-2017	As on 31-03-2016
Opening Stock of Raw Material	<b>-Nil-</b>	-Nil-
<u>Add:</u> Purchase Of Raw Material	<b>3490323</b>	-Nil-
<u>Less:</u> Closing Stock of Raw Material	<b>3490323</b>	-Nil-
	<b>604104</b>	-Nil-
	<b>2886219</b>	<b>-Nil-</b>

**2.21 CHANGES IN INVENTORY:**

Particulars	As on 31-03-2017	As on 31-03-2016
Opening Stock	<b>4565421</b>	4501246
<u>Less:</u> Closing Stock	<b>7077079</b>	4565421
	<b>(2511658)</b>	<b>(64175)</b>

**2 NOTES TO ACCOUNTS:**
*(Amount in Rupees)*
**2.22 EMPLOYEE BENEFITS EXPENSE:**

Particulars	As on 31-03-2017	As on 31-03-2016
Salaries and Bonus to Staff	<b>3845600</b>	3749056
Directors Remuneration	<b>2340000</b>	2294166
Management Training Expenses	<b>75000</b>	-Nil-
	<b>6260600</b>	<b>6043222</b>

**2.23 FINANCE COSTS:**

Particulars	As on 31-03-2017	As on 31-03-2016
Interest on Term Loan	<b>363723</b>	-Nil-
Interest on Unsecured Loans	<b>23112</b>	6134
Loan Processing Charges	<b>115000</b>	-Nil-
	<b>501835</b>	<b>6134</b>

**2.24 OTHER EXPENSES:**

Particulars	As on 31-03-2017	As on 31-03-2016
Audit Fees	<b>195098</b>	249610
Bank Charges	<b>4299</b>	12531
Boarding & Lodging Expenses	<b>41180</b>	12456
Electricity Charges	<b>92687</b>	101435
General Expenses	<b>163946</b>	54698
Hamali	<b>9870</b>	-Nil-
Freight Expenses	<b>378503</b>	139999
Insurance Charges	<b>161484</b>	117349
Listing Fee	<b>284781</b>	347813
License & Fees	<b>112191</b>	86200
Postage & Courier Charges	<b>45742</b>	83540
Printing & Stationery	<b>255078</b>	109330
Professional Charges	<b>490495</b>	414081
Professional Tax	<b>2500</b>	-Nil-
Rates & Taxes	<b>37899</b>	107596
Rent	<b>780000</b>	699000
Repairs & Maintenance	<b>403559</b>	401464
Vehicle Fuel Expenses	<b>247922</b>	292088
Telephone & Internet Expenses	<b>103757</b>	75680
Trade Mark Fees	<b>15900</b>	-Nil-
Travelling Expenses	<b>266286</b>	280112
Discount	<b>22595</b>	27940
Advertisement Expenses	<b>111091</b>	158065
Packing Materials	<b>28874</b>	4365
Business Promotion Expenses	<b>43000</b>	18500
Donation	<b>436000</b>	10000
Demat Charges	<b>19976</b>	29129
ROC Filing Fees	<b>7500</b>	57200
Interest on TDS and Income Tax	<b>26886</b>	3208
Bad Debts Written Off	<b>-Nil-</b>	573911
E-Voting Charges to NSDL	<b>5750</b>	-Nil-
Penalties	<b>341</b>	-Nil-
Commission to 1MG Sales	<b>498733</b>	-Nil-
Credit Card Commission	<b>41597</b>	-Nil-
	<b>5335518</b>	<b>4467301</b>

**2. Notes to Accounts:**

**2.25 Disclosure of Remuneration to Auditors:**

Particulars	2016-17 Amount (Rs.)	2015-16 Amount (Rs.)
Statutory Audit Fees	149650-00	193000-00
Tax Audit Fess	20000-00	20000-00
Certification Fee	-	5000-00
Reimbursement of service Tax	25448-00	31610-00
<b>Total</b>	<b>195098-00</b>	<b>249610-00</b>

**2.26 Accounting Standard 18 Related Party Disclosure:**

As per Accounting Standard -18 issued by the Institute of Chartered Accountants of India, the company's related parties with whom the company has entered into transactions during the year in the ordinary course of business, as certified by the Management are discussed below:

Name of the person	Relationship	Amount	Nature of Transaction
Arun Kumar Bhangadia	Executive Director	1500000	Remuneration
Arun Kumar Bhangadia	Executive Director	300000	Rent
ArvindKumar Bhangadia	Director	840000	Remuneration
KiranBhangadia	Directors Relative	300000	Rent

a) The Management of the Company feels that the rent paid to above related parties was reasonable when compared to prevailing market prices in the similar areas

**2.27 Provisions, Contingent Liabilities and Contingent Assets:**

Provisions are recognized for liabilities that can be measured only by using a substantial degree of Estimation, if the company has a present obligation as a result of past event, a probable outflow of Resource is expected to settle the obligation and the amount of obligation can be really estimated.

An amount of Rs.2, 88,000/- has identified as a contingent liability on account of dispute in title of a Motor Car purchased by the company. The company has filed a case in the Hon'ble High court of Andhra Pradesh which is pending for disposal.

Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance sheet Date.

## 2.28 Denominations:

During the year, the company had Specified Bank Notes (SBNs) or other denominations as defined In the MCA notification, G.S.R. 308(e), dated March 31, 2017. The Details of SBNs held and Transacted during the period from November8, 2016 to December 30, 2016, the denomination-wise SBNs and other notes as per the notification are as follows:

Particularas	SBNs	Other Denominations Notes	Total
Closing cash in hand as on 08.11.2016	1,314,500-00	14,475-50	1328975-00
(+) Permitted receipts	4,77,500-00	2,275,097-00	2752597-00
(-) Permitted payments	-	7,11,416-00	711416-00
(-) Amount deposited in Banks	1,792,000-00	11,67,281-00	2959281-00
Closing cash in hand as on 30.12.2016	-	410,875.50	418750-00

## 2.29 Earnings per Share:

Basic EPS before extraordinary items (0.01)

Diluted EPS before extraordinary items (0.01)

## 2.30 Segment Reporting:

As per the Accounting Standard-17 Segment Reporting is furnished hereunder:

(Rupees in Lakhs)

Particulars	Amount 31.03.2017	Amount 31.03.2016
<b>Revenue</b>		
(1) Pharma Business	516.00	478.60
(2) Financial Activity	61.42	93.00
(3) Investment Activity	13.39	13.23
(4) Foods	54.14	0.00
(5) Trading in shares	290.56	0.00
<b>Total:</b>	<b>935.51</b>	<b>584.83</b>
<b>Results</b>		
(1) Pharma Business	41.91	19.26
(2) Financial Activity	37.02	2.41
(3) Investment Activity	12.94	12.94
(4) Foods	(21.04)	0.00
(5) Trading in shares	(51.47)	0.00
<b>Total:</b>	<b>19.37</b>	<b>34.61</b>
<b>Capital Employed</b>		
(1) Pharma Business	85.85	61.18
(2) Financial Activity	640.95	910.43
(3) Investment Activity	32.84	169.89
(4) Foods	196.26	64.33
(5) Trading in shares	336.42	0.00
<b>Total:</b>	<b>1292.32</b>	<b>1205.83</b>

Note: In the Segment reporting, common assets that are used interchangeable not allocated to the individual segments above.

**2.31 Taxes of Income:**

Current Year Income Tax amounting to Rs. 11, 34,754/- has been recognized as per the Tax rates applicable for the year. Deferred Tax (Asset) amounting to Rs. 4, 68,154/- has been recognized due to the differences arising on account of Depreciation, Amortized of Expenses and losses on sale of Assets.

**2.32** In the option of the Directors, Current assets, Loans, and Advances have the value at which they are Stated in the Balance Sheet, if realized in the ordinarily course of the Business.

**2.33** Balances of Sundry Debtors, Loans and Advances are Subject to Confirmation.

**2.34** The company has made the payments to units covered Micro, small and Medium Enterprises Development act, 2006 in due time. There are no outstanding balances due to these units at the closure of the accounting year.

**2.35** Previous year figures have been regrouped and rearranged wherever found necessary, to be in confirmative with current year classification.

**2.36** Paises are rounded off to the nearest rupee.

As per our report of even date,  
For K. VENKATESHWARA RAO & ASSOCIATES  
Chartered Accountants

For and on behalf of the Board

Sd/-

Sd/-

**CA. K. VENKATESHWARA RAO**  
**Proprietor**  
M.No. 027305  
Firm Regn. No. 006374S

Place : Hyderabad,  
Date : 19/05/2017

**ARUN KUMAR BHANGADIA**  
Managing Director  
(DIN: 00021024)

Sd/-

**ARVIND KUMAR BHANGADIA**  
Director  
(DIN:00015838)

Regd. Office: 4-4-231/1/2/ABC, Inderbagh, sultan Bazar, Hyderabad-500 095

Ph NO. 040-24757370, email: info@trimurthidrugs.com, website: www.trimurthidrugs.com

**ATTENDANCE SLIP CUM E-VOTING INSTRUCTIONS****23rd ANNUAL GENERAL MEETING – 11th, September, 2017**

1. Name & Registered Address of the Sole/first names shareholder :
2. Name(s) of the joint shareholders if any :
3. Registered Folio No / DP ID/Client ID No :
4. Number of Shares held :

I certify that I am a member/Proxy for the member of the company. I hereby record my presence at the 23rd ANNUAL GENERAL MEETING of the Company at RGA Hall, Snatak Bhavan, 5-4-790/1, Ashirvad Complex Frist Floor, Abids Hyderabad 500 001 at 10.00 A.M.

Member / Proxy name in Block Letters

Member's / Proxy's Signature

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Dear Member,

**SUBJECT : E-VOTING**

In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter called "the Rules") and clause 35B of the listing agreement, the Company is providing facility to exercise votes on the items of business given in the Notice through electronic voting system, to members holding shares as on 4th, September, 2017 (End of Day) being the cut-off date ( i.e. record date for the purpose of Rule 20(3)(vii) of the Rules) fixed for determining voting rights of members, entitled to participate in the e-voting process, through the e-voting platform provided by National Securities Depository Limited (NSDL).

The e-voting particulars are set out below:

EVEN (E-Voting Event Number)	USER ID	PASSWORD

The e-voting period commences from 8th, September, 2017 (9.00 a.m.) and ends on 10th, September, 2017 . The members of the Company, holding shares either in physical or demat form, as on the cut-off date of 4th, September, 2017 may cast their vote electronically.

For instructions on E-Voting please read the attached Notice of the Annual General Meeting. This communication forms an integral part of the Notice convening the Annual General Meeting of the Company to be held on 11th, September, 2017 .

**PROXY FORM**

**[Pursuant to section 105 (6) of the Companies Act, 2013 and rule 19(3) of Companies (Management & Administration) rules, 2014]**

**TRIMURTHI LIMITED****CIN: L67120TG1994PLC018956****Regd. Office: 4-4-231/1/2/ABC, Inderbagh, sultan Bazar, Hyderabad-500 095**

Name of the member(s) :	
Registered Address :	
E-mail Id :	
Folio No./*Client Id :	
*DP ID :	

\* Applicable for investors holding shares in electronic form

I/We, being the member(s) of ..... shares of the above named company, hereby appoint:

1. \_\_\_\_\_ (Name) of \_\_\_\_\_ (Address) having  
E-mail Id \_\_\_\_\_ or failing him

2. \_\_\_\_\_ (Name) of \_\_\_\_\_ (Address) having  
E-mail Id \_\_\_\_\_ or failing him

3. \_\_\_\_\_ (Name) of \_\_\_\_\_ (Address) having  
E-mail Id \_\_\_\_\_

And whose signatures are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of the company, to be held on 11th, September, 2017 at RGA Hall, Abids, Hyderabad. at 10.00A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I wish my proxy to vote in the manner as indicated in the box below.

*Cont...2*

Resolutions	For	Against
Approval of Financial Statements for the year 2016-17 (Including the Consolidated Financial Statements)		
Appointment of Arvind Kumar Bhangdia as a director liable to retire by rotation		
Ratification of Appointment of auditors		
Appointment of Mr. Sagar Rajendra Karwa as Independent Director for period of 5 years		

Signed this ..... day of..... 2017

Affix a  
15 Paise  
Revenue  
Stamp

Signature of shareholder

Signature of First

Proxy holder(s)

Signature of Second

Proxy holder(s)

Signature of Third

Proxy holder(s)

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. A proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the box. If you leave the "For" or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

**FORM NO. MGT.12  
POLLING PAPER**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: Trimurthi Limited

Registered office: 4-4-231/1/2/ABC, Inderbagh, sultan Bazar, Hyderabad-500 095

Date and time of AGM: 11th, September, 2017 at 10:00 A.M.

**BALLOT PAPER**

S No	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
ORDINARY BUSINESS (ORDINARY RESOLUTION):				
1.	Approval of Financial Statements for the year 2016-17 (Including the Consolidated Financial Statements)			
2.	Appointment of Arvind Kumar Bhangdia as a director liable to retire by rotation			
3.	Ratification of Appointment of auditors			
SPECIAL BUSINESS (ORDINARY RESOLUTION):				
4.	Appointment of Mr. Sagar Rajendra Karwa as Independent Director for period of 5 years			

Place:

Date:

(Signature of the shareholder)

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TRIMURTHI  
DRUGS & PHARMACEUTICALS

TRIMURTHI LTD.

(Formerly known as Trimurthi Drugs & Pharmaceuticals Limited)  
CIN: (L67120TG1994PLC018956)

Regd. Off.: 4-4-231/1/2/ABC, Inder Bagh, Sultan Bazar, Hyderabad - 500 095 T.S.  
Website: [www.trimurthidrugs.com](http://www.trimurthidrugs.com)